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ISAAC MATZ P.A. CP.

PAGE 01/07

2/1/11

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Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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**From:**

Account Name : ISAAC MATZ P.A., C.P.A.  
Account Number : I20040000029  
Phone : (305) 573-6640  
Fax Number : (305) 675-6200

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**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

**Email Address:** \_\_\_\_\_

**FOREIGN PROFIT/NONPROFIT CORPORATION**  
**Factoring Group Inc.**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 1       |
| Certified Copy        | 0       |
| Page Count            | 05      |
| Estimated Charge      | \$78.75 |

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ISAAC MATZ PA CPA  
12/2/2011 10:54:42 AM PAGE 1/001 Fax Server

PAGE 02/07



December 2, 2011

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

ISAAC MATZ P.A., C.P.A.

SUBJECT: FACTORING GROUP PM INC.  
REF: W11000060573

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The certificate of existence must be issued within the last 90 days by the Secretary of State which has custody of the records in the jurisdiction under the laws of which the above listed entity is incorporated/organized.

If you have any further questions concerning your document, please call (850) 245-6962.

Valerie Herring  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H11000282107  
Letter Number: 011A00027022

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DIVISION OF CORPORATIONS  
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FAX AUDIT NUMBER:

1110002812073**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

**1. FACTORING GROUP INC.**

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

**FACTORING GROUP PM INC.**

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

**2. PANAMA**

(State or country under the law of which it is incorporated)

**3. 98-1008762**

(FEI number, if applicable)

**4. 06/08/2011**

(Date of incorporation)

**5. PERPETUAL**

(Duration: Year corp. will cease to exist or "perpetual")

**6. 06/30/2011**

(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

**7. 2742 BISCAYNE BLVD, MIAMI, FL 33137**

(Principal office address)

**2742 BISCAYNE BLVD, MIAMI, FL 33137**

(Current mailing address)

**8. REAL ESTATE INVESTMENT**

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

**9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)**

Name: **JAY BORSKY**

Office Address: **2742 BISCAYNE BLVD**

**MIAMI**

(City)

, Florida **33137**

(Zip code)

**10. Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

(Registered agent's signature)

**11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.**

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## 12. Names and business addresses of officers and/or directors:

## A. DIRECTORS

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

## B. OFFICERS

President: JOSE E SILVA RAddress: 2742 BISCAYNE BLVD, MIAMI, FL 33137

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: DIANETH M DE OSPINOAddress: 2742 BISCAYNE BLVD, MIAMI, FL 33137Treasurer: MARTA DE SAAVEDRAAddress: 2742 BISCAYNE BLVD, MIAMI, FL 33137

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   \_\_\_\_\_

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Marta de Saavedra Treasurer \_\_\_\_\_

(Typed or printed name and capacity of person signing application)

Prepared by:

Isaac Matz PA

2742 Biscayne Blvd

Miami, FL 33137

Tel (305) 573-6640 Fax (305) 675-6200

FAX AUDIT NUMBER: H110002812073

**Jorge Valls**  
**2742 Biscayne Blvd**  
**Miami FL 33137**  
**Tel (786) 547-5461**

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**CERTIFICATE OF ACCURACY**

Translation No. 1965

No. of pages received: 1

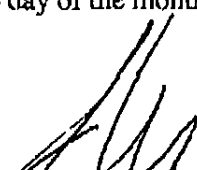
STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

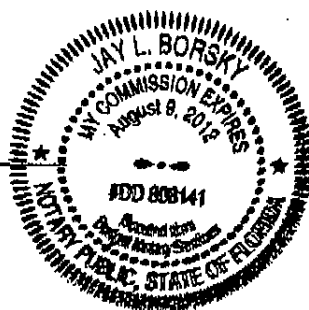
Before me, a Notary Public in and for the State of Florida, at large, personally appeared Jorge Valls, who is personally known to me, who after being duly sworn, was deposed and said that he is a professional translator and that, to the best of his knowledge and belief, the attached translation bearing the same reference number, consisting of 1 pages, of which this is the cover page, is a true and accurate translation of the text presented to him.

  
Professional Translator

While every effort has been made to guarantee the quality of the attached translation, Jorge Valls is not liable for any inconvenience/conflict arising as a result of any omissions, misrepresentations or other errors in the translation.

SWORN TO AND SUBSCRIBED before me, in Miami, County of Miami-Dade, on this 14 day of the month of December, 2011.

  
NOTARY PUBLIC



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DIVISION OF CORPORATIONS  
2011 DEC 14 AM 8:54

[Certified translation from Spanish to English regarding Articles of Incorporation]

CIVIL RECORDS OF PANAMA

NUMBER: 581912

PAGE 1

//BIQUA20//

CERTIFIES

IN ACCORDANCE TO ARTICLE 11 647938

THAT THE CORPORATION

FACTORING GROUP INC.

REGISTERED IN FOLIO: 469213

DOCKET: 703433 SINCE

DECEMBER SECOND TWO THOUSAND FOUR.

-THAT WHICH STATES THIS CORPORATION IS ACTIVE

-THAT WHOSE OWNERS ARE:

1. JOSE EUGENIO SILVA RITTTER

2. DIANETH ISABEL MATOS DE OSPINO

-THAT WHOSE OFFICERS ARE:

PRESIDENT

JOSE SILVA R.

TREASURER

MARTA DE SAAVEDRA

SECRETARY

DIANETH M DE OSPINO

-THAT WHICH CORPORATION LEGAL REPRESENTATIVE IS:

N/A

-THAT WHICH AGENT IS MORGAN AND MORGAN

-THAT WHICH ASSETS ARE TEN THOUSAND U.S. DOLLARS

-THAT WHICH CORPORATION IS ESTABLISHED IN PANAMA

EXECUTED AND SIGNED IN THE PROVINCE OF PANAMA ON DECEMBER 9,  
2011 AT 01:57:28 PM

NOTE: THE COST OF THIS CERTIFICATION  
HAS A VALUE OF 30.00 BALBOAS

INVOICE NUMBER: 11-832484

CERTIFICATE NUMBER: 5: ANONYMOUS 134637

DATE: FRIDAY, DECEMBER 9<sup>TH</sup> 2011

//BIQUA20//

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2011 DEC 14 AM 8:54



REPUBLICA DE PANAMA  
REGISTRO PUBLICO DE PANAMA

No. 581912

PAG. 1  
// SIGUPAZO //

## C E R T I F I C A

CON VISTA A LA SOLICITUD 11 - 832484

QUE LA SOCIEDAD :

FACTORY GROUP INC.

SE ENCUENTRA REGISTRADA LA FICHA 469213 DOC.

703433

DESDE EL DOS DE DICIEMBRE DE DOS MIL CUATRO ,

- QUE LA SOCIEDAD SE ENCUENTRA VIGENTE

- QUE SUS SUSCRIPTORES SON:

- ( 1 ) JOSE EUGENIO SILVA RITTER
- ( 2 ) DIANETH ISABEL MATOS DE OSPINO

- QUE SUS DIRECTORES SON:

- 1 ) JOSE E. SILVA R.
- 2 ) MARTA DE SAAVEDRA
- 3 ) DIANETH M. DE OSPINO

- QUE SUS DIGNATARIOS SON:

PRESIDENTE

: JOSE E. SILVA R.

TESORERO

: MARTA DE SAAVEDRA

SECRETARIO

: DIANETH M. DE OSPINO

- QUE SU AGENTE RESIDENTE ES: MORGAN Y MORGAN

- QUE SU DURACION ES PERPETUA

- QUE SU DOMICILIO ES PANAMA

EXPEDIDO Y FIRMADO EN LA PROVINCIA DE PANAMA , EL NUEVE DE DICIEMBRE

DEL DOS MIL ONCE A LAS 01:57:28 P.M.

NOTA: ESTA CERTIFICACION PAGO DERECHOS

POR UN VALOR DE B/. 30.00

COMPROBANTE NO. 11 - 832484

NO. CERTIFICADO: S. ANONIMA - 134637

FECHA: Viernes 09, Diciembre DE 2011

// SIGUPAZO //

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*Elizabeth Quijada R*  
ELIZABETH QUIJADA R  
CERTIFICADOR

