

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H12000095925 3)))



H120000959253ABCO

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850) 617-6381

From:

Account Name : EXPRESS CORPORATE FILING SERVICE INC.  
Account Number : I20000000146  
Phone : (305) 444-4994  
Fax Number : (305) 444-4977

\*\*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  
GREENHILLGROUP S.A., INC.

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

Electronic Filing Menu

Corporate Filing Menu

Help

<https://efile.sunbiz.org/scripts/efilcovr.exe>

RECEIVED  
12 APR 11 PM 2:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED  
12 APR 11 PM 12:34  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

4/12/12

# 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. GREENHILLGROUP S.A., INC.

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

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

## 2. REPUBLIC OF PANAMA

3. N/A

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

(FEI number, if applicable)

## 4. 01-08-2009

## 5. PERPETUAL

(Date of incorporation)

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

## 6. UPON QUALIFICATION

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

## 7. 8507 NW 72 ST. Miami, FL 33166

(Principal office address)

## 8507 NW 72 ST. Miami, FL 33166

(Current mailing address)

## 8. COMMODITIES

(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: DESIRE OBADIA

Office Address:

8507 NW 72 ST

Miami

(City)

, Florida 33166

(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.

Desire Obadia

(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.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
12 APR 11 PM 12:34

APR/11/2012/WED 02:33 PM

FAX No.

P. 003

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

12 APR 11 PM 12:34

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

A. DIRECTORS

Chairman: DESIRE OBADIA

Address: 8507 NW 72 ST.

Miami, FL 33166

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

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

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

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

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

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

B. OFFICERS

President: ANGIE LISETT MENDOZA CARDENAS

Address: 8507 NW 72 ST.

Miami, FL 33166

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

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

Secretary: \_\_\_\_\_

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

Treasurer: \_\_\_\_\_

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

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

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

(Signature of Director or Officer listed in number 12 of the application)

14. DESIRE OBADIA

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

PUBLIC DOCUMENT NUMBER ONE HUNDRED SEVENTY NINE

179

UNDER WHICH DOCUMENTS ARE SUBJECT TO PROTOCOL IN RELATION WITH THE CONTINUATION AS COMPANY IN THE REPUBLIC OF PANAMA OF GREENHILL GROUP S.A., A BUSINESS COMPANY CONSTITUED IN THE REPUBLIC OF PANAMA)

PANAMA, JANUARY 6TH, 2.009

IN THE CITY OF PANAM, CAPITAL OF THE REPUBLIC OF PANAMA, AND HEAD OF THE NOTARY CIRCUIT WITH THE SAME NAME, ON THE SIXTH (6) DAY OF THE MONTH OF JANUARY TWO THOUSAND NINE (2.009), BEFORE ME, DOCTOR BENIGNO VERGARA CARDENAS, EIGHT NOTARY PUBLIC FROM THE PANAMA CIRCUIT OF NOTARIES, CARRIER OF PERSONAL IDENTITY CARD NUMBER SEVEN-SEVENTYTHREE-FIVE HUNDRED TEN (7-73-510), APPEARED PERSONALLY, LICENSED IMOGENE WILSON, WOMAN, PANAMEAN, OVER AGE, SINGLE, SECRETARY, WITH PERSONAL IDENTITY CARD NUMBER EIGHT-SEVEN HUNDRED TWENTYFIVE-SIX HUNDRED FIFTY NINE (8-725-659, WHOM I KNOW, IN HER CHARACTER AS LEGAL REPRESENTATIVE OF THE SOCIETY OF LAWYERS BUFETE ENDERS INC., AND MANIFESTED THE FOLLOWING:

FIRST: THAT THE COMPANY GREENHILL GROUP S.A. IS A COMPANY IN THE REPUBLIC OF PANAMA, AS PER DIRECTORS RESOLUTION FROM THE COMPANY DATED JANUARY SIXTH (6th) TWO THOUSAND NINE (2.009)

SECOND: THAT SHE GAVE ME FOR ITS PROTOCOLIZATION, AS IN EFFECT I PROTOCOLIZE, DOCUMENTS REDACTED IN SPANISH, WHICH ARE TRANSCRIBED IN THE COPY OF THIS INSTRUMENT

THE PROTOCOLIZATION REQUESTED REMAINS DONE, AND COPIES REUQUESTED BY INERESTED PARTIES WILL BE EXTENDED.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
12 APR 11 PM 12:34

REPÚBLICA DE PANAMÁ  
PAPEL NOTARIAL



NOTARIA OCTAVA DEL CIRCUITO DE PANAMÁ

ESCRITURA PÚBLICA NÚMERO CIENTO SETENTA Y NUEVE -----

----- (179) ----- (sp) -----

Por la cual se constituye la sociedad anónima denominada GREENHILL GROUP S.A. -----

----- Panamá, 6 de enero de 2009. -----

\*\*\*\*\*

En la ciudad de Panamá, Capital de la República y Cabecera del Circuito Notarial del mismo nombre, a los seis (6) días del mes de enero, del dos mil nueve (2009), ante mí, Dr. BENIGNO VARGAS CÁRDENAS, Notario Público Octavo del Circuito Notarial de Panamá, con cédula de identidad personal número siete - setenta y tres - quinientos diez (7-73-510), compareció personalmente, INOCENTE WILSON, mujer, mayor de edad, soltera, secretaria, panameña, vecina de esta ciudad, con cédula de identidad personal número ocho-setecientos veinticinco-seiscientos cincuenta y nueve (8-725-659), actuando en nombre y representación de ENDERS INC., sociedad panameña inscrita en la Sección Mercantil del Registro Público a cinco uno uno dos cero cero (511200), Documento ocho ocho uno siete cero ocho (881708), quien está debidamente facultada para este acto según consta en el Registro Público, y RAY TAYLOR, varón, mayor de edad, casado, oficinista, panameño, vecino de esta ciudad, con cédula de identidad personal número ocho-quinientos catorce-mil novecientos diez (8-514-1910), actuando en nombre y representación ROCKALL INC., sociedad panameña inscrita en la Sección Mercantil del Registro Público a Ficha cinco uno uno dos cero ocho (511208), Documento ocho ocho uno siete tres cuatro (881734) quien está debidamente facultada para este acto según consta en el Registro Público, a quienes conozco, y me pidieron que hiciera constar, como en efecto lo hago que desean formar una sociedad anónima según las disposiciones de la Ley Treinta y dos (32) del veintiséis (26) de febrero de mil novecientos veintisiete (1927), de la República de Panamá y han convenido en un Pacto Social conforme a las cláusulas siguientes: -----

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
12 APR 11 PM 12:34