

F14000002134

**Florida Department of State
Division of Corporations
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(((H14000114435 3)))



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 TALLAHASSEE, FLORIDA

**FOREIGN PROFIT/NONPROFIT CORPORATION
ORION GROUP HOLDINGS CORP.**

Certificate of Status	0
Certified Copy	1
Page Count	05
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 TALLAHASSEE, FLORIDA

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H14000114435

**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. ORION HOLDING CAPITAL CORP.

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

ORION GROUP HOLDINGS CORP.

(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.

(FEI number, if applicable)

4. July 31st, 2013

(Date of incorporation)

5.

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

6.

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

7. 8091 MARITIME FLG ST, Unit 9303, Windermere, FL 34786

(Principal office address)

8091 MARITIME FLG ST, Unit 9303, Windermere, FL 34786

(Current mailing address)

8. Trade/Commerce and participation in other companies and agreements

(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:

Wilson Trilha

Office Address:

8091 MARITIME FLG ST, Unit 9303

Windermere

(City)

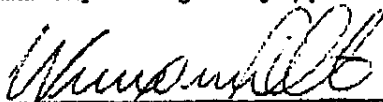
, Florida

34786

(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: Orianna Hamblin

Address: Credicorp Bank Plaza, 26th Floor, 50th Street, Panama, Republic of Panama

Vice Chairman: _____

Address: _____

Director: Mariela de Cristi

Address: Credicorp Bank Plaza, 26th Floor, 50th Street, Panama, Republic of Panama

Director: Eligio Rodriguez

Address: Credicorp Bank Plaza, 26th Floor, 50th Street, Panama, Republic of Panama

B. OFFICERS

President: Orianna Hamblin

Address: Credicorp Bank Plaza, 26th Floor, 50th Street, Panama, Republic of Panama

Vice President: _____

Address: _____

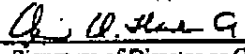
Secretary: Mariela de Cristi

Address: _____

Treasurer: Eligio Rodriguez

Address: Credicorp Bank Plaza, 26th Floor, 50th Street, Panama, Republic of Panama

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.817.153, F.S.

14. Orianna Hamblin, Director/President

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



REPUBLICA DE PANAMA
REGISTRO PUBLICO DE PANAMA

NO. 601632

PAG. 1
// EJEMP20 //

CERTIFICA

CON VISTA A LA SOLICITUD 14 - 65965

QUE LA SOCIEDAD :
ORION HOLDING CAPITAL CORP
SE ENCUENTRA REGISTRADA LA FICHA 610251 SOC. 24370:4 DESDE EL
TREINTA Y UNO DE JULIO DE DOS MIL TRECE
QUE LA SOCIEDAD SE ENCUENTRA VIGENTE

QUE SUS SUSCRIPTORES SON:
1) FANNY MALDONADO MARIN
2) DAVID ARROCHA MEDINA

QUE SUS DIRECTORES SON:
1) ORIANNA HANBLIN
2) MARIELA DE CRISTI
3) ELIGIO RODRIGUEZ

QUE SUS SIGNATARIOS SON:
PRESIDENTE : ORIANNA HANBLIN
TESORERO : ELIGIO RODRIGUEZ
SECRETARIO : MARIELA DE CRISTI

QUE LA REPRESENTACION LEGAL LA EJERCERA:
LA REPRESENTACION LEGAL DE LA SOCIEDAD LA EJERCERA EL PRESIDENTE DE LA
SOCIEDAD, EN SU AUSENCIA EL SECRETARIO, EN AUSENCIA DE AMBOS POR EL
TESORERO.

QUE SU AGENTE RESIDENTE ES: ANIOLA ROBLES & ASOCIADOS

ACCIONES SIN VALOR NOMINAL

DETALLE DEL CAPITAL :
EL CAPITAL AUTORIZADO CONSISTIRA EN QUINIENTAS (500) ACCIONES COMUNES
TODAS SIN VALOR NOMINAL, LAS ACCIONES SERAN EMITIDAS AL PORTADOR, A
MENOS QUE SUS RESPECTIVOS DUEÑOS DESEN QUE SEAN EMITIDAS DE FORMA
NOMINATIVA.
QUE SU DURACION ES PERPETUA
QUE SU DOMICILIO ES PANAMA

EXPEDIDO Y FIRMADO EN LA PROVINCIA DE PANAMA, EL ONCE DE ABRIL
DEL DOS MIL CATORCE A LAS OCHO Y CINCO A M

NOTA: ESTA CERTIFICACION PAGO DERECHOS
POR UN VALOR DE \$/ 30.00
COMPROBANTE NO. 14 - 65965
NO. CERTIFICADO: 5 ANDINA - 040999
FECHA: Viernes 11. Abril de 2014
// EJEMP20 //



YADINEL CRISTINA
CERTIFICADOR

H14000114435
ENGLISH VERSION

REPUBLIC OF PANAMA
PUBLIC REGISTRY OF PANAMA

No. 801832

PAG. 1
// JGLJOPA20 //

CERTIFIES

AS PER REQUEST 14-65985

----- THAT THE CORPORATION : -----
ORION HOLDING CAPITAL CORP.
IS RECORDED AT MICROJACKET: 810251 DOCUMENT 2437014 SINCE THE
THIRTY-FIRST DAY OF JULY OF THE YEAR TWO THOUSAND THIRTEEN
THAT THE CORPORATION IS IN GOOD STANDING

THAT ITS SUBSCRIBERS ARE:
(1) FANNY MALDONADO
(2) DAVIS ARROCHA MEDINA

THAT ITS DIRECTORS ARE:
1) ORIANNA HAMBLIN
2) MARIELA DE CRISTI
3) ELIGIO RODRIGUEZ

THAT ITS OFFICERS ARE:
PRESIDENT : ORIANNA HAMBLIN
TREASURER : ELIGIO RODRIGUEZ
SECRETARY : MARIELA DE CRISTI

THAT ITS LEGAL REPRESENTATIVE WILL BE:
THE PRESIDENT AND IN HIS ABSENCE THE SECRETARY WILL REPLACE HIM, AND IN THEIR
ABSENCE THE TREASURER WILL REPLACE THEM.

THAT ITS RESIDENT AGENT IS: ANZOLA ROBLES & ASSOCIATES.

SHARES WITHOUT PAR VALUE

DETAIL OF THE CAPITAL:
THE CAPITAL OF THE CORPORATION SHALL BE FIVE HUNDRED (500) COMMON SHARES OF
STOCK, ALL WITHOUT PAR VALUE. THE SHARES OF STOCK WILL BE ISSUED TO THE BEARER,
UNLESS THEIR RESPECTIVE OWNERS WISH THEM TO BE ISSUED IN THEIR NAMES.
THAT ITS DURATION SHALL BE PERPETUAL
THAT ITS DOMICILE IS IN PANAMA.

ISSUED AND SIGNED IN THE PROVINCE OF PANAMA, THE ELEVENTH DAY OF APRIL OF THE YEAR
TWO THOUSAND FOURTEEN, AT 08:09:34 A.M.

NOTE: THIS CERTIFICATION PAID THE
STAMPS TAX FOR A VALUE OF \$130.00
WARRANT Nº 14-65986
CERTIFICATE NO: CORPORATION - 042939
DATE: FRIDAY, 11 APRIL 2014
// GLJOPA20 //

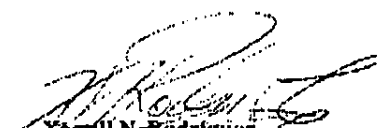
(Sgd.) Illegible
YADINEL ORTEGA
CERTIFIER

SECRETARY OF STATE
TALLAHASSEE FLORIDA

14 MAY 14 AM 10:22

FILED

THE UNDERSIGNED, AN AUTHORIZED TRANSLATOR, CERTIFIES THAT THE FOREGOING
DOCUMENT IS A TRUE TRANSLATION OF THE ORIGINAL WRITTEN IN THE SPANISH LANGUAGE
14 APRIL 2014.


Xosell N. Rodríguez
Traductora Pública Autorizada
Español-Inglés
Inglés-Español
Res. 583 de 31 de marzo de 2008

H14000114435