

F17000005307

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

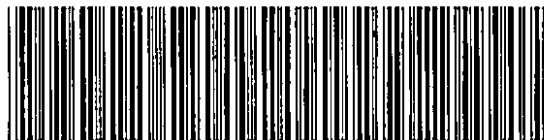
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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NOV 27 2017
J. HARRIS

COVER LETTER

TO: Registration Section
Division of Corporations

GRUPO IMPERIAL S.A.S.

SUBJECT: _____
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

DARLIN ESPINOSA

Name of Person

RICHARDS & SANCHEZ PA

Firm/Company

2665 SOUTH BAYSHORE DRIVE SUITE 703

Address

MIAMI, FL 33133

City/State and Zip code

EDIAZ@RICHARDS-LAW.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

DARLIN ESPINOSA

305 858-9900
at ()

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☒ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

**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.

GRUPO IMPERIAL S.A.S. CO.

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

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

2. BOGOTA, COLOMBIA 3. 98-1396289
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. JULY 21, 2017 5. _____
(Date of incorporation) (Date of duration, if other than 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. 2665 SOUTH BAYSHORE DRIVE SUITE 703 MIAMI, FL 33133
(Principal office address)

(Current mailing address, if different)

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

Name: WORLD CORPORATE SERVICES INC

Office Address: 2665 SOUTH BAYSHORE DRIVE SUITE 703

MIAMI, Florida 33133
(City) (Zip code)

9. 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)

10. 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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: RITA RODRIGUEZ

Address: 2665 SOUTH BAYSHORE DRIVE SUITE 703 MIAMI, FL 33133

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

12. _____

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 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.

13. RITA RODRIGUEZ

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



I HEREBY CERTIFY THAT THIS
DOCUMENT IS A TRUE AND
EXACT COPY OF THE ORIGINAL

By

CAMARA DE COMERCIO DE BOGOTA

SEDE NORTE

CODIGO DE VERIFICACION: 053894363154D9

24 DE JULIO DE 2017 HORA 10:47:32

R053894363

PAGINA: 1 de 2

.....
LA MATRICULA MERCANTIL PROPORCIONA SEGURIDAD Y CONFIANZA EN LOS
NEGOCIOS.
.....

ESTE CERTIFICADO FUE GENERADO ELECTRONICAMENTE Y CUENTA CON UN CODIGO
DE VERIFICACION QUE LE PERMITE SER VALIDADO SOLO UNA VEZ, INGRESANDO A
WWW.CCB.ORG.CO
.....

RECUERDE QUE ESTE CERTIFICADO LO PUEDE ADQUIRIR DESDE SU CASA U
OFICINA DE FORMA FACIL, RAPIDA Y SEGURA EN WWW.CCB.ORG.CO
.....

PARA SU SEGURIDAD DEBE VERIFICAR LA VALIDEZ Y AUTENTICIDAD DE ESTE
CERTIFICADO SIN COSTO ALGUNO DE FORMA FACIL, RAPIDA Y SEGURA EN
WWW.CCB.ORG.CO/CERTIFICADOSELECTRONICOS/
.....

CERTIFICADO DE EXISTENCIA Y REPRESENTACION LEGAL O INSCRIPCION DE
DOCUMENTOS.

LA CAMARA DE COMERCIO DE BOGOTA, CON FUNDAMENTO EN LAS MATRICULAS E
INSCRIPCIONES DEL REGISTRO MERCANTIL

CERTIFICA:

NOMBRE : GRUPO IMPERIAL S.A.S.

N.I.T. : 901098896-1 ADMINISTRACION : DIRECCION SECCIONAL DE IMPUESTOS
DE BOGOTA

DOMICILIO : BOGOTA D.C.

CERTIFICA:

MATRICULA NO: 02843439 DEL 21 DE JULIO DE 2017

CERTIFICA:

RENOVACION DE LA MATRICULA : 21 DE JULIO DE 2017

ULTIMO AÑO RENOVADO : 2017

ACTIVO TOTAL : 5,000,000

TAMAÑO EMPRESA : MICROEMPRESA

CERTIFICA:

DIRECCION DE NOTIFICACION JUDICIAL : CL 100 NO. 14 63 P 10

MUNICIPIO : BOGOTA D.C.

EMAIL DE NOTIFICACION JUDICIAL : ritaarteaga@gmail.com

DIRECCION COMERCIAL : CL 100 NO. 14 63 P 10

MUNICIPIO : BOGOTA D.C.

EMAIL COMERCIAL : ritaarteaga@gmail.com

CERTIFICA:

CONSTITUCION: QUE POR DOCUMENTO PRIVADO NO. sinnum DE ACCIONISTA UNICO
DEL 19 DE JULIO DE 2017, INSCRITA EL 21 DE JULIO DE 2017 BAJO EL
NUMERO 02244127 DEL LIBRO IX, SE CONSTITUYO LA SOCIEDAD COMERCIAL
DENOMINADA GRUPO IMPERIAL S.A.S..

CERTIFICA:

Escritura de Constitución
del 19 de Julio de 2017
Párrafo 1º
Trujillo

VIGENCIA: QUE EL TERMINO DE DURACION DE LA SOCIEDAD ES INDEFINIDO
CERTIFICA:

OBJETO SOCIAL: LA SOCIEDAD TENDRÁ COMO OBJETO SOCIAL: A) LA INVERSIÓN EN ACCIONES, EN BONOS, VALORES BURSÁTILES, PARTES DE INTERÉS EN SOCIEDADES O ENTIDADES DE CUALQUIER NATURALEZA COMERCIAL O CIVIL; B) LA INVERSIÓN EN BIENES MUEBLES O INMUEBLES Y SU ADMINISTRACIÓN; Y C) LA PRESTACIÓN DE SERVICIOS TÉCNICOS, DE ASESORÍA TÉCNICA O DE CUALQUIER NATURALEZA, A CUALQUIER PERSONA, A CUALQUIER TÍTULO. DE IGUAL MANERA, CONFORME A LO ESTABLECIDO EN EL ARTÍCULO 5° DE LA LEY 1258 DE 2008, LA SOCIEDAD PODRÁ LLEVAR A CABO CUALQUIER ACTIVIDAD COMERCIAL O CIVIL LÍCITA TANTO EN COLOMBIA COMO EN EL EXTERIOR, INCLUYENDO TODO TIPO DE ACTIVIDADES COMERCIALES, INDUSTRIALES Y DE SERVICIOS. EN ESTE SENTIDO, LA SOCIEDAD PODRÁ CELEBRAR, EN GENERAL, TODOS LOS ACTOS, CONTRATOS, NEGOCIOS Y OPERACIONES LÍCITAS, DE CUALQUIER NATURALEZA, ASÍ COMO CUALESQUIERA ACTIVIDADES SIMILARES, CONEXAS O COMPLEMENTARIAS O QUE PERMITAN FACILITAR O DESARROLLAR EL OBJETO DE LA SOCIEDAD.

CERTIFICA:

ACTIVIDAD PRINCIPAL:

6810 (ACTIVIDADES INMOBILIARIAS REALIZADAS CON BIENES PROPIOS O ARRENDADOS)

ACTIVIDAD SECUNDARIA:

7010 (ACTIVIDADES DE ADMINISTRACION EMPRESARIAL)

CERTIFICA:

CAPITAL:

•• CAPITAL AUTORIZADO ••

VALOR	: \$100,000,000.00
NO. DE ACCIONES	: 100,000.00
VALOR NOMINAL	: \$1,000.00

•• CAPITAL SUSCRITO ••

VALOR	: \$5,000,000.00
NO. DE ACCIONES	: 5,000.00
VALOR NOMINAL	: \$1,000.00

•• CAPITAL PAGADO ••

VALOR	: \$5,000,000.00
NO. DE ACCIONES	: 5,000.00
VALOR NOMINAL	: \$1,000.00

CERTIFICA:

REPRESENTACIÓN LEGAL: LA SOCIEDAD TENDRÁ UN GERENTE, QUIEN SERÁ SU REPRESENTANTE LEGAL, EL CUAL SERÁ REEMPLAZADO EN SUS FALTAS ACCIDENTALES, TEMPORALES O ABSOLUTAS, POR UN SUPLENTE. EL GERENTE Y SU SUPLENTE SERÁN ELEGIDOS POR LA ASAMBLEA GENERAL DE ACCIONISTAS PARA PERÍODOS DE DOS (2) AÑOS, REELEGIBLES INDEFINIDAMENTE Y REMOVIBLES EN CUALQUIER TIEMPO.

CERTIFICA:

•• NOMBRAMIENTOS ••

QUE POR DOCUMENTO PRIVADO NO. sinnum DE ACCIONISTA UNICO DEL 19 DE JULIO DE 2017, INSCRITA EL 21 DE JULIO DE 2017 BAJO EL NUMERO 02244127 DEL LIBRO IX, FUE (RON) NOMBRADO (S):

NOMBRE

IDENTIFICACION

GERENTE

ARTEAGA RODRIGUEZ RITA MAGDALENA

C.E. 000000000245001

SUPLENTE DEL GERENTE

RODRIGUEZ ARTEAGA JORGE ENRIQUE

C.C. 000001020736810

TIENE DERECHO A RECIBIR UN DESCUENTO EN EL PAGO DE LOS PARAFISCALES DE 75% EN EL PRIMER AÑO DE CONSTITUCION DE SU EMPRESA, DE 50% EN EL SEGUNDO AÑO Y DE 25% EN EL TERCER AÑO. LEY 590 DE 2000 Y DECRETO 525 DE 2009.

RECUERDE INGRESAR A www.supersociedades.gov.co PARA VERIFICAR SI SU EMPRESA ESTA OBLIGADA A REMITIR ESTADOS FINANCIEROS. EVITE SANCIONES.

QUE EL MATRICULADO TIENE LA CONDICION DE PEQUEÑA EMPRESA DE ACUERDO CON LO ESTABLECIDO EN EL NUMERAL 1 DEL ARTICULO 2° DE LA LEY 1429 DE 2010

.....
** ESTE CERTIFICADO REFLEJA LA SITUACION JURIDICA DE LA **
** SOCIEDAD HASTA LA FECHA Y HORA DE SU EXPEDICION... **
.....

EL SECRETARIO DE LA CAMARA DE COMERCIO,
VALOR : \$ 5,200

.....
PARA VERIFICAR QUE EL CONTENIDO DE ESTE CERTIFICADO CORRESPONDA CON LA INFORMACION QUE REPOSA EN LOS REGISTROS PUBLICOS DE LA CAMARA DE COMERCIO DE BOGOTA, EL CODIGO DE VERIFICACION PUEDE SER VALIDADO POR SU DESTINATARIO SOLO UNA VEZ, INGRESANDO A WWW.CCB.ORG.CO
.....

ESTE CERTIFICADO FUE GENERADO ELECTRONICAMENTE CON FIRMA DIGITAL Y CUENTA CON PLENA VALIDEZ JURIDICA CONFORME A LA LEY 527 DE 1999.
.....

FIRMA MECANICA DE CONFORMIDAD CON EL DECRETO 2150 DE 1995 Y LA AUTORIZACION IMPARTIDA POR LA SUPERINTENDENCIA DE INDUSTRIA Y COMERCIO, MEDIANTE EL OFICIO DEL 18 DE NOVIEMBRE DE 1996.

Constante Pienta

**Chamber of
Commerce
of Bogotá**

I HEREBY CERTIFY THAT THIS
DOCUMENT IS A TRUE AND
EXACT COPY OF THE ORIGINAL

By

CHAMBER OF COMMERCE OF BOGOTÁ HEADQUARTERS

NORTH

VERIFICATION CODE: 053894363154D9

JULY 24, 2017 TIME 10:47:32

R053894 363

PAGE: 1 of 2

THE MERCANTILE REGISTRATION PROVIDES SECURITY AND TRUST IN BUSINESS.

THIS CERTIFICATE WAS GENERATED ELECTRONICALLY AND ACCOUNT WITH A VERIFICATION
CODE WHICH YOU CAN BE VALIDATED ONLY ONCE, AT WWW.CCB.ORG.CO

REMEMBER THAT THIS CERTIFICATE CAN BE PURCHASED FROM YOUR HOME OR OFFICE IN A
WAY EASY, FAST AND SECURE IN WWW.CCB.ORG.CO

FOR YOUR SAFETY SHOULD VERIFY THE VALIDITY AND AUTHENTICITY OF THIS
CERTIFICATE FREE OF CHARGE IN AN EASY, FAST AND SECURE WAY IN
WWW.CCB.ORG.CO/CERTIFICADOSELECTRONICOS/

CERTIFICATE OF EXISTENCE AND LEGAL REPRESENTATION OR REGISTRATION OF
DOCUMENTS.

THE CHAMBER OF COMMERCE OF BOGOTÁ, WITH THE FOUNDATION IN THE REGISTRATION
AND REGISTRATION OF THE REGISTER

CERTIFIES:

NAME: GRUPO IMPERIAL S.A.S.

N.I.T.: 901098896-1 ADMINISTRATION: DIRECTORATE OF TAXES FROM BOGOTÁ

ADDRESS: BOGOTÁ D.C.

CERTIFIES:

REGISTRATION NO: 02843439 JULY 21, 2017

CERTIFIES:

RENEWAL OF THE REGISTRATION: JULY 21, 2017 LAST YEAR

RENOVATED: 2017 TOTAL ASSETS: 5,000,000 SIZE

COMPANY: MICROENTERPRISE

CERTIFIES:

JUDICIAL REPORTING ADDRESS: CL 100 NO. 14 63 10 P MUNICIPALITY:
BOGOTÁ D.C.

JUDICIAL notification EMAIL: ritaarteaga@gmail.com business: 100

CL does not. 14 63 10 P MUNICIPALITY: BOGOTÁ D.C.

COMMERCIAL EMAIL: ritaarteaga@gmail.com

CERTIFIES:

CONSTITUCION: By document private NO. sinnum of shareholder only on July 19,
2017, registered July 21, 2017 under number 02244127 of book IX, it
constituted the commercial SOCIETY called GRUPO IMPERIAL S.A.S..

CERTIFIES:

VALIDITY: THAT THE TERM OF DURATION OF THE COMPANY IS INDEFINITE
CERTIFIES:

CORPORATE PURPOSE: THE SOCIETY YOU WILL HAVE AS A PURPOSE - TO) THE INVESTMENT IN SHARES, BONDS, STOCK MARKET, PARTS OF INGRES IN SOCIETIES OR INSTITUTIONS OF ANY NATURE TRADED VALUES B) THE INVESTMENT IN GOODS FURNITURE OR REAL ESTATE AND HIS ADMINISTRATION - AND C) THE PROVISION OF TECHNICAL SERVICES, TECHNICAL CONSULTING OR OF ANY NATURE, TO ANY PERSON, AT ANY TITLE OF SIMILARLY, PURSUANT TO ARTICLE 5 OF THE LAW 1258 OF 2008, THE SOCIETY WILL BE ABLE CARRY OUT ANY ACTIVITY COMMERCIAL OR CIVIL LEGAL BOTH IN COLOMBIA AND ABROAD, ALL TYPES OF COMMERCIAL, INDUSTRIAL ACTIVITIES AND IN THIS REGARD, THE SOCIETY MAY CONCLUDE, IN GENERAL, ACTS, CONTRACTS, BUSINESS AND LAWFUL TRANSACTIONS, NATURE, AS WELL AS ANY ACTIVITIES SIMILAR, COMPLEMENTARY OR THAT ALLOW TO FACILITATE OR DEVELOP THE OBJECT OF THE COMPANY.

CERTIFIES:

MAIN ACTIVITY:

6810 (REAL ESTATE ACTIVITIES WITH OWN OR LEASED PROPERTY)

SUB-ACTIVITY:

7010 (ENTERPRISE MANAGEMENT ACTIVITIES)

CERTIFIES:

CAPITAL:

* AUTHORIZED CAPITAL *

VALUE	\$100,000,000.00
No. OF SHARES	100,000.00
NOMINAL VALUE	\$1,000.00

* SUBSCRIBED CAPITAL *

VALUE	\$5,000.000.00
No. OF SHARES	5,000.00
NOMINAL VALUE	\$1,000.00

* PAID-UP CAPITAL *

VALUE	\$5,000.000.00
No. OF SHARES	5,000.00
NOMINAL VALUE	\$1,000.00

CERTIFIES:

LEGAL REPRESENTATION: THE SOCIETY WILL BE A MANAGER, WHO WILL BE YOUR REPRESENTATIVE LEGAL, WHICH WILL BE REPLACED IN HIS FAULTS ACCIDENTAL, TEMPORARY, OR ABSOLUTE, BY A SUBSTITUTE. THE SUBSTITUTE AND THE MANAGER WILL BE ELECTED BY THE GENERAL SHAREHOLDERS TWO (2) YEARS PERIODS, REELEGIBLES INDEFINITELY AND REMOVABLE AT ANY TIME.

CERTIFIES:

* APPOINTMENTS *

THAT DOCUMENT PRIVATE NO. sinnum, OF SHAREHOLDER ONLY ON JULY 19, 2017, REGISTERED JULY 21, 2017 UNDER NUMBER 02244127 OF BOOK IX, WAS NAMED:

NAME

IDENTIFICATION

MANAGER

ARTEAGA RODRIGUEZ, RITA MAGDALENA

C.E. 000000000245001

DEPUTY MANAGER

ARTEAGA JORGE ENRIQUE RODRIGUEZ

C.C. 000001020736810

YOU ARE ENTITLED TO RECEIVE A DISCOUNT ON THE PAYMENT OF THE PARAFISCAL CONTRIBUTIONS OF 75% IN THE FIRST YEAR OF ESTABLISHMENT OF YOUR COMPANY, FROM 50% IN THE SECOND YEAR AND 25% IN THE THIRD YEAR. LAW 590 OF 2000 AND DECREE 525 2009.

Remember to login to www.supersociedades.gov.co to verify if your company is forced to send financial statements. AVOID PENALTIES.

THE ENROLLED has the condition of small business in accordance with the provisions of paragraph 1 of ARTICLE NO. 2 of the 1429 Act of 2010.

THIS CERTIFICATE REFLECTS THE LEGAL SITUATION OF THE
SOCIETY UNTIL THE DATE AND TIME OF ISSUE...

THE SECRETARY OF THE CHAMBER OF COMMERCE,
VALUE: \$5,200

TO VERIFY THAT THE CONTENT OF THIS CERTIFICATE CORRESPONDS WITH THE INFORMATION THAT RESTS ON THE CHAMBER OF COMMERCE OF BOGOTA PUBLIC RECORDS, THE VERIFICATION CODE CAN BE VALIDATED BY THE RECIPIENT ONLY ONCE, AT WWW.CCB.ORG.CO

THIS CERTIFICATE WAS GENERATED ELECTRONICALLY WITH DIGITAL SIGNATURE AND ACCOUNT WITH FULLY VALID LEGAL ACCORDING TO THE LAW 527 OF 1999.

MECHANIC SIGNATURE IN ACCORDANCE WITH THE DECREE 2150 OF 1995 AND THE AUTHORIZATION GIVEN BY THE SUPERINTENDENCY OF INDUSTRY AND COMMERCE, THROUGH THE OFFICE OF 18 NOVEMBER 1996.



THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND ON WHITE PAPER

RICHARDS & ASSOCIATES, P.A.

2665 BAYSHORE DR., STE. 703
MIAMI, FL 33133

J

WELLS FARGO BANK, N.A.
www.wellsfargo.com

63-751/631

22826

11/21/2017

PAY TO THE ORDER OF Florida Department of State

Seventy and 00/100

**70.00

\$

DOLLARS

FLORIDA DEPARTMENT OF STATE

Christina R. Richards

Christina R. Richards

MEMO Rodriguez, Rita (2 of 2)

⑈022826⑈ ⑆063107513⑆200014063646⑈

THE BACK OF THIS DOCUMENT CONTAINS CHECK SECURITY WATERMARK AND COIN REACTIVE INK

Security Features Included Details on Back