

F95000000722

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

W95-2007

SUBJECT: CRISPAS, INC.
(Name of corporation)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", 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:

Mr. Joseph M. Filloy
(Name of Person)
Joseph M. Filloy C.P.A., P.A.
(Firm/Company)
100 North Biscayne Blvd # 700
(Address)
Miami, Florida 33132
(City, State and Zip Code)

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Should you need to call someone concerning this matter, please call:

Mr. Joseph M. Filloy at (305) 373-7515
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 27, 1995

JOSEPH M. FILLOY C.P.A., P.A.
100 N. BISCAYNE BLVD., #700
MIAMI, FL 33132

SUBJECT: CRISPAS, INC.
Ref. Number: W95000002007

We have received your document for CRISPAS, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The entity's period of duration must be listed on the application. Please Insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

Section 607.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business in Florida prior to qualification and the appropriate charter tax and annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. Please complete the enclosed form INHSE37 and contact this office for the charter tax due. The amount entitled this office in annual report fees and penalty fees is \$9581.25.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6093.

Freta Lott

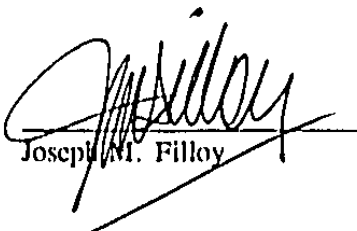
Corporate Specialist Supervisor

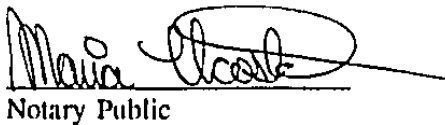
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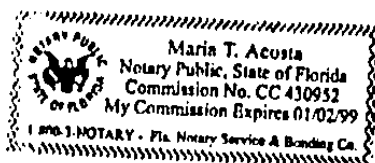
AFFIDAVIT

Before me, a Notary Public, personally appeared Joseph M. Filloy, who stated that he represents CRISPAS, INC., and that in the Application for Foreign Corporation to Transact Business in Florida the date of 12/01/78 was entered under "Date first transacted business in Florida" in error and that date actually represents the date the Corporation was formed in Panama. Mr. Filloy further states that the Corporation has never been involved in the transaction of any active business in the State of Florida

Sworn to and subscribed before me this 8th day of February, 1995.


Joseph M. Filloy


Notary Public



**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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

1. CRISPAS, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Panama 3. 98-0043125
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12/01/78 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. c/o Joseph M. Filloy C.P.A., P.A.
100 North Biscayne Blvd #700, Miami, FL 33132
(Current mailing address)
8. Rental property
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent.

Name: Joseph M. Filloy CPA

Office Address: 100 N. Biscayne Boulevard #700
Miami, Florida, 33132
(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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Mauricio Lopez

Address: Nova Trading Company
Calle 67 No. 7-94 Oficina 504

Edificio Agricola De Seguros
Santafe De Bogota, Colombia

Vice President: _____

Address: _____

Secretary: Eduardo Lopez

Address: Nova Trading Company
Calle 67 No. 7-94 Oficina 504

Edificio Agricola De Seguros
Santafe De Bogota, Colombia

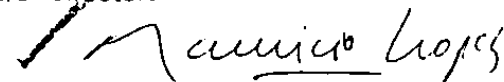
Treasurer: Adelina M. De Estribi

Address: Nova Trading Company
Calle 67 No. 7-94 Oficina 504

Edificio Agricola De Seguros
Santafe De Bogota, Colombia

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

13.



(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

MAURICIO LOPEZ, PRESIDENT

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

OSBI

PAG- 1

LA DIRECCION GENERAL DEL REGISTRO PUBLICO

CON VISTA A LA SOLICITUD- 261

05/09/1994

C E R T I F I C A -

-----QUE LA SOCIEDAD - -----

CRISPAS, INC.

SE ENCUENTRA REGISTRADA EN LA FICHA- 35042 ROLLO- 1866 IMAGEN- 71
DESDE EL QUINCE DE FEBRERO DE MIL NOVECIENTOS SETENTA Y NUEVE ,
QUE LA SOCIEDAD SE ENCUENTRA VICENTE

QUE SUS DIRECTORES SON-

- 1 - MAURICIO LOPEZ
- 2 - EDUARDO LOPEZ
- 3 - ADELINA M. DE ESTRIBI

QUE SUS DIGNATARIOS SON-

PRESIDENTE	- MAURICIO LOPEZ
TESORERO	- ADELINA M DE ESTRIBI
SECRETARIO	- EDUARDO LOPEZ

QUE LA REPRESENTACION LEGAL LA EJERCERA-

EL PRESIDENTE, EN SU AUSENCIA EL VICEPRESIDENTE Y SI HAY MAS DE UNO POR
ORDEN DE ANTIGUEDAD Y A FALTA DEL VICEPRESIDENTE, EL TESORERO Y A FALTA
DE TODOS ELLOS EL SECRETARIO.

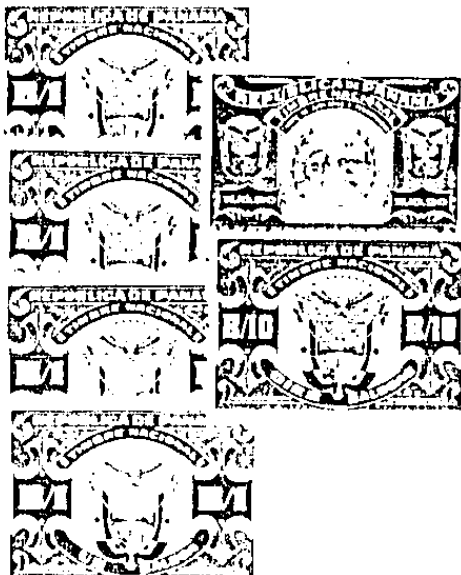
DETALLE DEL CAPITAL -

EL CAPITAL ES DE -500- ACCIONES SIN VALOR NOMINAL.

QUE SU DURACION ES PERPETUA

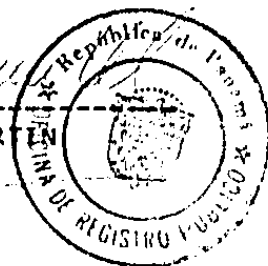
EXPEDIDO Y FIRMADO EN LA CIUDAD DE PANAMA , EL CINCO DE SEPTIEMBRE DE
MIL NOVECIENTOS NOVENTA Y CUATRO , A LAS 03-34-09.2 P.M.

NOTA- ESTA CERTIFICACION NO ES
VALIDA SI NO LLEVA ADHERIDOS LOS
TIMBRES CORRESPONDIENTES.-



Alpino Guardia Marten

ALPINO GUARDIA MARTEN
CERTIFICADOR



GENERAL DIRECTORATE OF PUBLIC RECORDS

WITH PREFERENCE TO REQUEST - 261

05/09/94

WE CERTIFY

-----THAT THE COMPANY-----

CRISPAS, INC.

IS REGISTERED UNDER MICROFICHE 35842 ROLL 1866 FRAME 71
SINCE FEBRUARY 15, 1979

THAT THE COMPANY IS IN GOOD STANDING

THAT THE DIRECTORS ARE -

- 1 - MAURICIO LOPEZ
- 2 - EDUARDO LOPEZ
- 3 - ADELINA M. DE ESTRIBI

THAT THE OFFICERS ARE -

PRESIDENT MAURICIO LOPEZ
TREASURER ADELINA M. DE ESTRIBI
SECRETARY EDUARDO LOPEZ

THAT THE PRESIDENT WILL BE THE LEGAL REPRESENTATIVE, IN HIS ABSENCE,
THE VICE PRESIDENT, TREASURER OR THE SECRETARY, IN THAT ORDER

THE CAPITAL IS COMPOSED OF -

500 SHARES WITH NO PAR VALUE

OFFICIALLY ISSUED AND SIGNED IN THE CITY OF PANAMA THIS 5TH DAY OF
SEPTEMBER 1994 AT 03-34-09.2 P.M.

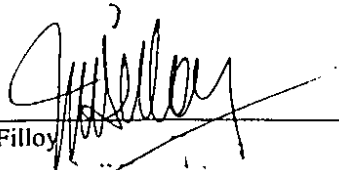
NOTE - THIS CERTIFICATE IS
NOT VALID UNLESS THE OFFICIAL
STAMPS ARE PRESENT

(SIGNED)

ALPINO GUARDIA MARTIN
CERTIFIER

Before me, personally appeared JOSEPH M. FILLOY, who stated that he is fully bi-lingual in Spanish and English and that he translated the above GENERAL DIRECTORATE OF PUBLIC RECORDS, into English from the Spanish original and that this represents a good and accurate translation to the best of his understanding and belief

Miami, Florida, January 20, 1995



Joseph M. Filloy

Notary Public