

# F95000003034

## TRANSMITTAL LETTER

~~CONFIDENTIAL~~

TO: QUALIFICATION/TAX LIEN SECTION  
DIVISION OF CORPORATIONS

800001460158  
-04/19/95--01049--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: CRAMIN, INC.  
(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", 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:

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

*W95-8397*  
*1-2-86*

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

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

*ACVPC*  
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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

COURIER ADDRESS:  
Qualification/Tax Lien Sec.  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

MAILING ADDRESS:  
Qualification/Tax Lien Sec.  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morthum  
Secretary of State

April 19, 1995

JOSEPH M. FILLOY CPA PA  
100 N. BISCAYNE BLVD.  
SUITE 700  
MIAMI, FL 33132

SUBJECT: CRAMIN INC.  
Ref. Number: W9500008397

We have received your document for CRAMIN INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that CRAMIN INC. has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". The information received from the Florida Department of Revenue indicates January 2, 1986, as the initial date of transacting business in the State of Florida. Please contact this office concerning the date first transacted business in Florida.

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$5481.25.

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) 487-6094.

Steven Harris  
Corporate Specialist

Letter Number: 395A00018372

AFFIDAVIT

STATE OF FLORIDA  
COUNTY OF DADF

On this day personally appeared before me, the undersigned officer duly authorized to administer oaths and take acknowledgements, ALVARO ESCOBAR who after being by me duly sworn, upon oath deposes and says as follows:

1. I am the Treasurer of CRAMIN, INC., a Panamanian Corporation.
2. CRAMIN, INC., has not transacted any business in Florida and the information received by you from the Florida Department of Revenue indicating January 2, 1986, as the initial date is in error.
3. That the date CRAMIN, INC., intends to commence transacting business in Florida is January 1, 1995.

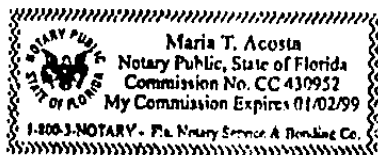
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUN 22 PM 3:21

  
\_\_\_\_\_  
Alvaro Escobar  
Affiant

SWORN to an SUBSCRIBED before me this 15th day of June, 1995, by ALVARO ESCOBAR, who is personally known to me.

  
\_\_\_\_\_  
Notary Public Signature

My Commission Expires:  
My Commission Number:



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. CRAMIN, 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. 52-1483312  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/09/75 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.  
100 N. Biscayne Blvd Suite 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, C.P.A.

Office Address: 100 North Biscayne Blvd #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.

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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12. Names and addresses of officers and/or directors:

A. DIRECTORS

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

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

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

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

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

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

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

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

B. OFFICERS

President: Octavio Escobar Restrepo

Address: Calle 34 #43 69

Medellin, Colombia

Vice President: Gilberto Escobar Restrepo

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

Secretary: Jaime Velasquez Franco

Address: Calle 34 #43 69

Medellin, Colombia

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

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

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. Octavio Escobar Restrepo, President

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



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

SEÑOR DIRECTOR GENERAL DEL REGISTRO PÚBLICO:

Nosotros, TAPIA, LINARES Y ALFARO, abogados en ejercicio, con las oficinas en Vía General Nicanor A. de Obarrio (Calle 50), Plaza Bancomer, 4to. Piso, Ciudad de Panamá, República de Panamá, donde recibimos notificaciones personales, por este medio comparecemos ante usted, con el respeto acostumbrado, a fin de solicitar, como en efecto solicitamos, se sirva certificar que al Tomo 1189, Folio 310, Asiento 122.970 "B", de fecha 13 de noviembre de 1975, consta inscrita la sociedad anónima denominada "CRAMIN INC." Asimismo solicitamos que nos certifique la vigencia de la sociedad y el nombre de los actuales Directores y Dignatarios.

Del señor Director, con toda consideración,

Por: TAPIA, LINARES Y ALFARO

Mario E. Correa

Céd. No. 8-231-735

Panamá, 14 de febrero de 1995. /om.

RECIBO  
SECRETARÍA DE ESTADO  
DIVISION DE REGISTRACIONES  
15 JUN 22 PM 2:21

PRISCILLA DE GOMEZ

CON VISTA DEL MEMORIAL PRESENTADO POR MARIO CORREA, INGRESADO CON RECIBO 3320 DE 15/2/95;

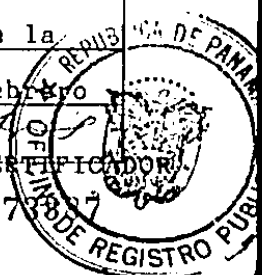
CERTIFICA:

Que al tomo 1189, folio 310, asiento 122.970 Sección de Personas Mercantil, consta inscrita y vigente desde el 13 de noviembre de 1975, la sociedad CRAMIN INC. -----Que los Directores y Dignatarios son Presidente OCTAVIO ESCOBAR RESTREPO; Vice Presidente: GILBERTO ESCOBAR RESTREPO; Tesorero: ALVARO ESCOBAR RESTREPO Y Secretario: JAIME VELASQUEZ FRANCO. -Expedido y firmado en la ciudad de Panamá a las once y diez a.m. del dieciocho de febrero de mil novecientos noventa y cinco.--

PRISCILLA DE GOMEZ / CERTIFICADOR

PDG

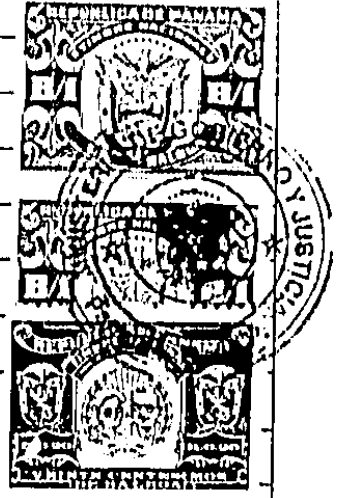
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*En Lupa*



1	HOSTILE
2	U. en fecha <i>Panamá</i> en 5 octubre 1911
3	1. País <i>Panamá</i>
4	2. Por qué desautoriza <i>Proceder de Gove</i>
5	3. En qué firmado por <i>certificación</i>
6	4. Quien se va en calidad de <i>Tutor</i>
7	5. <i>Hacendado</i>
8	6. <i>Panamá</i> <i>8/3/11</i>
9	7. por <i>D. Administrador</i>
10	8. Número de <i>99153</i>
11	9. Salvo <i>271</i> 10. Firma: <i>J. J. J.</i>
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TRANSLATION.-

DIRECTOR OF THE PUBLIC REGISTRY OFFICE:- We, TAPIA, LINARES Y ALFARO, in our capacity as Attorneys, with offices at Via General Nicanor A. de Obarrio (50th Street), Bancomer Plaza, 4th Floor, City of Panama, Republic of Panama, where we served personal notices, appear before you with our usual respect to request, as we do hereby request, that you certify that as per Volume 1198, Folio 310, and Entry 122.970 "B", dated November 13, 1975, it appears recorded the corporation "CRAMIN INC."; that you also certify that the corporation is in full force, and the name of the present Directors and Officers.- Yours very truly, by: TAPIA, LINARES Y ALFARO.- (sgd.) Mario E. Correa.- I.D. No. 8-231-735.- Panama, February 14, 1995./om.- - - - -

PRISCILLA DE GOMEZ.- IN VIEW OF REQUEST PRESENTED BY MARIO E. CORREA BY MEANS OF RECEIPT No.3320, OF 02/15/95.- CERTIFIES: That as per Volume 1189, Folio 310 and Entry 122.970 "B", at the Merantile Section, it appears recorded and in full force and effect since November 13, 1975, the corporation "CRAMIN INC."--- That its Directors and Officers are: President, OCTAVIO ESCOBAR RESTREPO ---- Vicepresident, GILBERTO ESCOBAR RESTREPO ---- Treasurer, ALVARO ESCOBAR RESTREPO ----- Secretary, JAIME VELASQUEZFRANCO.--- Issued and signed in the City of Panama at eleven ten a.m. of the eighteenth day of February, of the year one thousand nine hundred and ninety five.--- (sgd.) PRISCILLA DE GOMEZ/CERTIFYING OFFICIAL.---

NOTE: It is certified that by means of Public Deed No.9040 of December 9, 1975, of the Fifth Notary Public of the Circuit of Panama, was granted a General Power in favor of GILBERTO ESCOBAR RESTREPO, recorded at Volume 1216, Frame 16, Entry 112.089 on the Mercantile Section.--- That by means of Public Deed No.8941 of December 4, 1975, of the Fifth Notary Public



of the Circuit of Panama, was granted a General Power in favor of OCTAVIO ESCOBAR RESTREPO, recorded at Volume 1208, Frame 171, Entry 117.621 on the Mercantile Section, in order to represent the corporation.--- Panama, March 2, 1995.--- (sgd.) PRISCILLA DE GOMEZ.- Certifier.--- There is a stamped seal of the Public Registry Office, Republic of Panama and stamps for B/.5.00.--1 PUBLIC REGISTRY. NOTE: Without the corresponding stamps, this certification is not valid.-----

TRANSLATION: APOSTILLE.- (The Hague Convention of October 5, 1961).- 1. Country: Panama.- The present public document 2. has been signed by Priscilla de Gomez 3. who acts in her capacity as Certifying Official 4. and is invested with the seal/stamps of National Stamps.- CERTIFIED 5. in Panama 6. on March 8, 1995 7. by the Administrative Section, Consular and Legalization 8. Document No.99153 9. Seal/ Stamps 2.20 10. Signature: E. Valdes.--- Ther is a stamped seal of the Public Registry Office, Republic of Panama and stamps for B/.2.20.- - - - -

I, BERTILDA R. DE TORRES, an authorized Public Translator, do hereby certify the foregoing as a true and correct English translation of its original in Spanish.-

Panama, March 9, 1995.

  
**BERTILDA R. DE TORRES**  
INTERPRETE PUBLICO  
CED. 981-1421  
RESOLUCION No.112 DE 1993

FILED  
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DIVISION OF CORPORATIONS  
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