

# F96000004925

## TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

600001955626  
-09/24/96--01183--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: ATLANTIC DISTRIBUTING COMPANY, 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:

CRISTINA GOMEZ  
(Name of Person)

EDITORIAL AMERICA, S.A.  
(Firm/Company)

6355 N.W. 36TH STREET  
(Address)

VIRGINIA GARDENS, FL. 33134  
(City/State/Zip)

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# 7/25

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

CRISTINA GOMEZ  
(Name of Person)

at ( 305 ) 871-6400 EXT. 139  
(Area Code & Daytime Telephone Number)

### COURIER ADDRESS:

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

### MAILING ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**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. ATLANTIC DISTRIBUTING COMPANY, 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. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. JANUARY 23, 1979 5. PERPETUAL  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. N.A.  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.133, F.S.)
7. 6355 N.W. 36TH STREET  
VIRGINIA GARDENS, FL. 33166  
(Current mailing address)
8. ANY LAWFUL PURPOSE  
(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: (P.O. Box or Mail Drop Box NOT acceptable)**  
  
Name: CRISTINA GOMEZ  
  
Office Address: 6355 N.W. 36TH STREET  
  
VIRGINIA GARDENS, 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.*

  
(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 addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

**A. DIRECTORS (Street address only- P. O. Box NOT acceptable)**

Chairman: ANTONIO GARCIA  
Address: 6355 N.W. 36TH STREET  
VIRGINIA GARDENS, FL. 33166

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

Director: CARLOS M. MODIA  
Address: 6355 N.W. 36TH STREET  
VIRGINIA GARDENS, FL. 33166

Director: RAFAEL SCHUCK  
Address: 6355 N.W. 36TH STREET  
VIRGINIA GARDENS, FL. 33166

**B. OFFICERS (Street address only- P. O. Box NOT acceptable)**

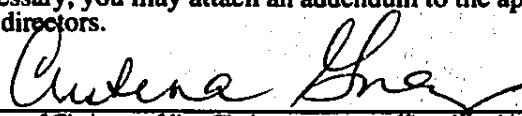
President: ANTONIO GARCIA  
Address: 6355 N.W. 36TH STREET  
VIRGINIA GARDENS, FL. 33166

Vice President: CARLOS M. MODIA  
Address: 6355 N.W. 36TH STREET  
VIRGINIA GARDENS, FL. 33166

Secretary: CRISTINA GOMEZ  
Address: 6355 N.W. 36TH STREET  
VIRGINIA GARDENS, FL. 33166

Treasurer: RAFAEL SCHUCK  
Address: 6355 N.W. 36TH STREET  
VIRGINIA GARDENS, FL. 33166

**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. CRISTINA GOMEZ SECRETARY  
(Typed or printed name and capacity of person signing application)

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The undersigned, JERRY WILSON NAVARRO, Notary Public First of the Circuit of Panama, hereby certifies that the foregoing translation was made by Ms. Sofia Frias, and the said Ms. Sofia Frias appeared before me and declared under oath that the foregoing translation is a true, correct and complete translation into English of the Certificate of Good Standing of the Panamanian corporation ATLANTIC DISTRIBUTING COMPANY, INC. and she also declared that she is proficient in the English and Spanish languages.

Done and signed in the City of Panama, Republic of Panama, on this 6th day of September, 1996.

*ENVIADO*  
Jerry Wilson Navarro  
Notary Public

Ldo. JERRY WILSON NAVARRO  
Notario Público Primero

APOSTILLE

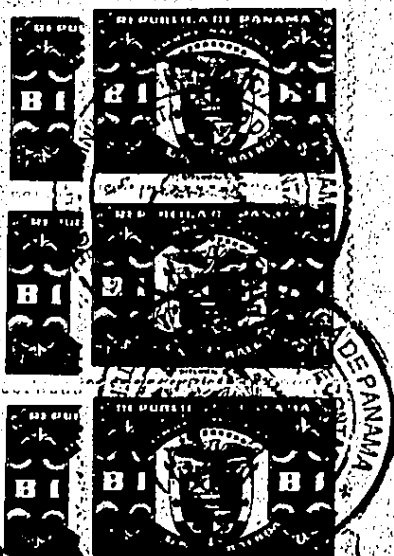
(Convention de La Haye du 5 octobre 1961)

1. País \_\_\_\_\_
2. El presente documento público \_\_\_\_\_
3. ha sido firmado por *Jerry Wilson*
4. quien actúa en calidad de *Notario*
5. y está revestido del sello/timbre de \_\_\_\_\_

CERTIFICADO

en \_\_\_\_\_  
por *D. Adm. Int. 10/9/96*

8. Bajo el número *10974*
9. Sello/timbre \_\_\_\_\_
10. Firma: *[Signature]*



1000

27/08/1996

# LA DIRECCION GENERAL DEL REGISTRO PUBLICO

CON VISTA A LA SOLICITUD-4861-DI-GA

REPUBLICA DE PANAMA

MINISTERIO DE GOBIERNO Y JUSTICIA

JUBILEO CENTRAL DEL REGISTRO PUBLICO

ATLANTIC DISTRIBUTING COMPANY, INC.

SE ENCUENTRA REGISTRADA EN LA FICHA-34886 ROLLO-1795 (MAGEN-133)

DESDE EL VEINTITRES DE ENERO DE MIL NOVECIENTOS SETENTA Y NUEVE

QUE LA SOCIEDAD SE ENCUENTRA VIGENTE

QUE SUS DIRECTORES SON-

1- ANTONIO GARCIA

2- CARLOS M. MODIA

3- RAFAEL SCHUCK

QUE SUS SIGNATARIOS SON-

PRESIDENTE- ANTONIO GARCIA

SECRETARIO- CRISTINA GOMEZ

VIC- PRESIDENTE- CARLOS M. MODIA

TESORERO- RAFAEL SCHUCK

EXPEDIDO Y FIRMADO EN LA CIUDAD DE PANAMA, EL VEINTISIETE DE AGOSTO

MIL NOVECIENTOS NOVENTA Y SEIS, A LAS OCHO Y OCHO P.M.

NOTA- ESTA CERTIFICACION NO ES

VALIDA SI NO LLEVA ADHERIDOS LOS

TIMORES CORRESPONDIENTES.

APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Pub
2. El presente documento publico
3. ha sido firmado por
4. quien actua en calidad de
5. revestido del sello/umbra
6. en
7. por
8. Bajo el número
9. Sello/umbra
10. Firma

CERTIFICADO

30/8/96

D. A. A. A. A.

10551



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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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MIGUEL DE VALDIVIA

CERTIFICADOR

TRANSLATION

THE GENERAL ADMINISTRATION OF THE PUBLIC REGISTRY

PURSUANT TO PETITION: 4861 OLGA

27/08/1996

CERTIFIES:

That the corporation ATLANTIC DISTRIBUTING COMPANY, INC. is recorded at Microjacket 34886, Roll 1795, Frame 133 as of January 23, 1979.

That the corporation is in good standing.

That its Directors are:

1. ANTONIO GARCIA
2. CARLOS M. MODIA
3. RAFAEL SCHUCK

That its Officers are:

|                |                 |
|----------------|-----------------|
| PRESIDENT      | ANTONIO GARCIA  |
| SECRETARY      | CRISTINA GOMEZ  |
| VICE PRESIDENT | CARLOS M. MODIA |
| TREASURER      | RAFAEL SCHUCK   |

Issued and signed in the City of Panama, on August 27, 1996, at 04-32-41.8 P.M.

Note: This certification is not valid if the corresponding stamps are not affixed unto it.

(Sgd.) Migdalia de Valdivieso

Certifying Officer

(SEAL OF THE PUBLIC REGISTRY OFFICE - REPUBLIC OF PANAMA)

APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Country: Panama - This Public Document
2. has been signed by Migdalia de Valdivieso
3. acting in the capacity of Certifying Officer

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4. bears Internal Revenue Stamps

CERTIFIED

5. in Panama

6. on 30/8/1996

7. by Administration Office

8. Under No. 10551

9. Seal/Stamp: Stamp for B/.2.00 - (SEAL OF THE MINISTRY OF  
FOREIGN AFFAIRS OF THE REPUBLIC OF PANAMA).

10. Signature: (Sgd.) E. Valdés

The foregoing is a translation of its original in Spanish.  
Panama, September 5, 1996.

*Sofia Marcela Jimenez*  
Traductor Puntos Asociados  
INGLES ESPANOL  
Resolución No: 13 de 5 Feb. de 1996

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