F96000005068

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

900001962529
-10/02/96--01027--001
*****70.00 *****70.00

SUBJECT: ~~Rojas & Vogel, Inc.~~ Jose Agustin Rojas-Fabres y otro
(Name of corporation - must include suffix)
Jose Agustin Rojas-Fabres & Others

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:

Demetrio J. Garcia
(Name of Person)

Rojas & Vogel, Inc.
(Firm/Company)

4450 N.W. 79th Avenue, Suite 2-D
(Address)

Miami, FL 33166
(City, State and Zip Code)

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

Demetrio J. Garcia at (305) 639 - 3475 .
(Name of Person) 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 Sec.
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. ~~Rojas & Vogel, Inc.~~ Jose Agustin Rojas-Fabres y Otro, 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. Chile
(State or country under the law of which it is incorporated)

3. N/A
(FEI number, if applicable)

4. June 4, 1996
(Date of incorporation)

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

6. September 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. Garcia Moreno #846
Santiago, Chile
(Current mailing address)

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8. Financial Consultation, Financial Investment
(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: Demetrio J. Garcia

Office Address: 4450 N.W. 79th Avenue, Suite 2-D

Miami, 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.

Demetrio J. Garcia
(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: (Street address ONLY- P. O. Box NOT acceptable)

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

Chairman: Jose Agustin Rojas-Fabros

Address: Garcia Moreno #846
Santiago, Chile

Vice Chairman: ______

Address: ______

______

Director: ______

Address: ______

______

Director: ______

Address: ______

______

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

President: Jose Agustin Rojas-Fabros

Address: Garcia Moreno #846
Santiago, Chile

Vice President: ______

Address: ______

______

Secretary: Werner Egon Moritz Vogel-Bourckhardt

Address: Garcia Moreno #846
Santiago, Chile

Treasurer: Werner Egon Moritz Vogel-Bourckhardt

Address: Garcia Moreno #846, Santiago, Chile

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. Jose Agustin Rojas-Fabres, Chairman & President
(Typed or printed name and capacity of person signing application)

FACTUAL PARTNERSHIP

Appearing: Mr. Jose Agustin Rojas Fabres, chilean, married, electronic civil engineer, national identification number four million eight hundred thirty five thousand four hundred seven dash six, and Mr. Werner Egon Moritz Vogel Bourckhardt, chilean, married, civil engineer, national identification number one million seven hundred ninety five thousand two hundred forty nine dash eight, both residing at Garcia Moreno street number eight hundred forty six, Comuna de Nunoa, Santiago, and state, that they have agreed in the signing of the following contract of factual partnership.

FIRST: The objective of the partnership will be to evaluate, analyze and effect financial and trade operations in general.

SECOND: The legal name will be 'JOSE AGUSTIN ROJAS FABRES Y OTRO".

THIRD: The administration and the use of the legal name of the partnership will belong to both partners in a joint form.

FOURTH: The capital investment of the partnership will be the sum of two million pesos which both partners are contributing in equal shares of one million pesos each in cash which has been deposited into their account.

FIFTH: The profits and eventual losses that may happen will be splitted in equal shares between the two partners

SIXTH: The partnership will begin operations effective this date for two years, renewable automatically, successively for equal periods, provided neither one of the partners expresses his willingness to put an end to it at the end of the current period through certified letter sent to the residence of the other partner no less than 90 days in advance.

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SEVENTH: The partnership will have as address Garcia Moreno street, number eight hundred forty six, Nunoa, Santiago. June 4, 1996.

Ilegible signature of one of the partners (Jose Agustin Rojas Fabres)
ID No. 4-835 407-6

Ilegible signature of one of the partners (Werner Econ Moritz Voguel Burckhardt)
ID No. 1,795,249-8

Legalized at the Ministry of Foreign Relations of Chile
Signature of Mr. Manuel Verdejo M.
Legalizing Officer 12 Sep 1996

I AUTHORIZED THE SIGNATURES OF MR. JOSE AGUSTIN ROJAS FABRES, identification No: 4, 835.407-6 National, and Mr. WERNER ECON MORTIZ VOGUEL BURCKHARDT, identification No. 1.795,249-8 National, persons signing on the date of issuance.

Signed and stamped: Gaspar Cuejo - Public Notary

I CERTIFY THAT THIS COPY CONFORMS WITH THE DOCUMENT PRESENTED AND RETURNED TO THE CONCERNED PARTY.

Santiago, September 10, 1996

Illegible signature: The Ministry of Justice of Chile certifies the authenticity of the signature of Mr. J. Martin. Santiago, Sep 12, 1996.

I, Jose De Leon, SSN: 142-50-0157, certify that I am qualified to translate from the Spanish to the English language.

1 October 1996

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96 OCT -2 AM 10:25

To: Room 4A
FAX: 7797068

SOCIEDAD DE HECHO

Comparecen: Don **José Agustín Rojas Fabres**, chileno, casado, ingeniero civil electrónico, cédula nacional de identidad número cuatro millones ochocientos treinta y cinco mil cuatrocientos siete guión seis, y don **Werner Egon Moritz Vogel Bourckhardt**, chileno, casado, ingeniero civil, cédula nacional de identidad número un millón setecientos noventa y cinco mil doscientos cuarenta y nueve guión ocho, ambos domiciliados en calle García Moreno número ochocientos cuarenta y seis, comuna de Ñuñoa, Santiago, y expresan que han covenido en la celebración del siguiente contrato de sociedad de hecho:

PRIMERO: El objeto de la sociedad será la evaluación, estudio y realización de operaciones financieras y comerciales en general.

SEGUNDO: La razón social será "**JOSE AGUSTIN ROJAS FABRES Y OTRO**".

TERCERO: La administración y el uso de la razón social de la sociedad corresponderá a ambos socios en forma conjunta.

CUARTO: El capital de la sociedad será la suma de dos millones de pesos que ambos socios aportan en partes iguales de un millón de pesos cada uno en dinero efectivo que se ha ingresado en la caja social.

QUINTO: Las utilidades y pérdidas eventuales que se produzcan, se repartirán en igual proporción entre ambos socios.

SEXTO: La sociedad empezará a regir a contar de esta fecha y tendrá una duración de dos años, renovable tácita y sucesivamente por periodos iguales, si ninguno de los socios manifestare su voluntad de ponerle término al final del periodo que estuviere en curso, mediante carta certificada enviada al domicilio del otro socio con una anticipación no inferior a noventa dias.

SEPTIMO: La sociedad tendrá como domicilio calle García Moreno número ochocientos cuarenta y seis, comuna de Ñuñoa, Santiago.- 4 de JUNIO DE 1996.---

X

Rut. 4.835.407-6.

X

Rut: 1.795.249-8

Legalizada en el Ministerio de Relaciones Exteriores de Chile
Firma del Señor C. ...
MANUEL VERDEJO M.
Oficial de Legalizaciones
12 SEP 1996

AURORIZO LAS FIRMAS DE DON JOSE AGUSTIN ROJAS FABRES, carnet N° 4.835.407-6 Nacional y don WERNER EGON MORTIZ VOGEL BURCKHARDT, carnet N° 1.795.149-8 Nacional, quienes firmaron en la fecha de su emisión.---

Santiago, 4 de Junio sw 1996.--

Gaspar Luajo M.
Notario Reemplazante
NOTARIA Santiago Chile

CERTIFICO QUE LA PRESENTE FOTOCOPIA SE ENCUENTRA CONFORME CON EL DOCUMENTO TENIDO A LA VISTA Y DEVUELTO AL INTERESADO.-- 10 SEP 1996
SANTIAGO,

RENE J. T. ... NOTARIO SUBLOGANTE ... SANTIAGO

El Ministerio de Justicia de Chile Certifica la autenticidad de la firma de don ...
Santiago, 12 SEP 1996
CRISTIAN FOERSTER BUSTOS
Oficial de Legalizaciones

REPUBLIC OF CHILE)
PROVINCE AND CITY OF SANTIAGO) SS:
EMBASSY OF THE UNITED STATES OF AMERICA)

I, the undersigned consular officer of the United States of America at Santiago, Chile, duly commissioned and qualified, do hereby certify that MANUEL VERDEJO MELLA whose true signature and official seal are respectively subscribed and affixed to the foregoing document was, on the day of SEP 12 1996, the date thereof, an official of the Ministry of Foreign Affairs of the Republic of Chile duly commissioned and qualified, to whose official acts full faith and credit are due.

IN WITNESS WHEREOF I have hereunto set my hand and affixed the official seal of this Embassy at Santiago, Chile, this day of SEP 12 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -2 AM 10: 25

DENISE A. BOLAND
CONSUL OF THE UNITED
STATES OF AMERICA

F96000005068

D. Sh...

Requestor's Name

216 W. College Ave.

Address

Tallahassee 904/425-5000

City/State/Zip Phone #

S00002000765--9
-11/08/96--01071--024
*****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Jose Agustine Rojas Fabres y Otra, Inc. F96000005068
(Corporation Name) (Document #)

2. ______ RA
(Corporation Name) (Document #)

3. ______ Change
(Corporation Name) (Document #)

4. ______
(Corporation Name) (Document #)

FILED
96 NOV -8 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☑ Walk in ☐ Pick up time ______ ☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/ Director
✓	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

RECEIVED
96 NOV -8 PM 12:57
DIVISION OF CORPORATION

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

11/8/96
Document Examiner ADW
Updater ADW
Verifyer ADW
Acknowledgement ADW
W.P. Verifyer ADW

Examiner's Initials	

CR2E031(1/95)

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508 Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA *submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.*

1a. The name of the corporation is: JOSE AGUSTIN ROJAS FABRES Y OTRO, INC.

1b. The mailing address of the corporation is: GARCIA MORENO # 846 SANTIAGO, CHILE

1c. Date of incorporation: OCT 2, 1996 Document Number: F96000005068

2. The name and address of the current registered agent and office:

DEMETRIO J. GARCIA
4450 N.W. 79TH STREET, STE 2-D
MIAMI, FLORIDA 33166

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TALLAHASSEE, FLORIDA

3. The name and address of the new registered agent and office: (P.O.Box Not Acceptable)

EDWARD M. TETTERTON
9901 S.W. 73 COURT
MIAMI, FLORIDA 33156

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

(Signature of ~~an officer~~, Chairman or vice chairman of the board) — November 06th, 1996 (Date)

JOSE A. ROJAS-FABRES, PRESIDENT
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.

Edward Tetterton
(Signature of Registered Agent) — Nov 6 1996 (Date)

If signing on behalf of an entity:

EDWARD TETTERTON — REGISTERED AGENT
(Typed or Printed Name) — (Capacity)

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

CR2E045(11/94) FILING FEE: $35.00

Document Number Only

F96000005038

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City State Zip Phone

900002294279--2
-09/16/97--01037--030
*****35.00 *****35.00

CORPORATION(S) NAME

Virtual Eyes Incorporated
Changed Name to:
Mirror Software Corporation

97 SEP 16 PM 2:29
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TALLAHASSEE, FLORIDA
FILED

() Profit
() NonProfit
() Limited Liability Company
() Foreign

(X) Amendment
() Dissolution/Withdrawal

() Merger
() Mark

() Limited Partnership
() Reinstatement
() Limited Liability Partnership
() Certified Copy

() Annual Report
() Reservation
() Photo Copies

() Other
() Change of R.A.
() Fictitious Name
() CUS

() Call When Ready
(X) Walk In
() Mail Out

() Call if Problem
() Will Wait

() After 4:30
(X) Pick Up

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

9/16/97

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED

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DIVISION OF CORPORATION

9/16 Tony Name Change

CR2E031 (1-89)

APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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97 SEP 16 PM 2:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SECTION I (1-3 must be completed)

1. VIRTUAL EYES, INCORPORATED
Name of corporation as it appears within the records of the Department of State.

2. Incorporated under laws of: Washington

3. Date authorized to do business in Florida: October 1, 1996

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

July 14, 1997

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

MIRROR SOFTWARE CORPORATION

6. If the amendment changes the period of duration, indicate new period of duration.

No Change

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Ray Linford | Sept 7 1997
Signature | Date
Name and Title
Ray Linford, President

(FLA.- 2251 - 3/19/93)

STATE of WASHINGTON

SECRETARY of STATE

I, RALPH MUNRO, Secretary of State of the State of Washington and custodian of its seal,

hereby issue this certificate that according to records on file in this office,

Articles of Amendment to

VIRTUAL EYES, INCORPORATED

a Washington corporation, whereby the corporate name is changed to

MIRROR SOFTWARE CORPORATION

was received and filed by this office on July 14, 1997.

Date: September 5, 1997

Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

RALPH MUNRO

Ralph Munro, Secretary of State

L. Tornow