

# F98000002133

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: SERVICIOS ADAMO, S.A.  
(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.

*Translation by phone:*

*ADAMO SERVICES, SA.*

Please return all correspondence concerning this matter to the following:

Jilma M. Lasso, Esq.

(Name of Person)

Law Offices of

(Firm/Company)

782 N.W. Le Jeune Rd., Suite 440

(Address)

Miami, Florida 33126

(City/State/Zip)

600002489166--S

-04/15/98--01031--001

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

\*\*\*\*\*70.00 \*\*\*\*\*70.00

Jilma M. Lasso

(Name of Person)

at ( 305 ) 445-0554

(Area Code & Daytime Telephone Number)

### COURIER ADDRESS:

Qualification/Tax Lien Section  
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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 APR 15 AM 11:44

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*WLC 4/15*

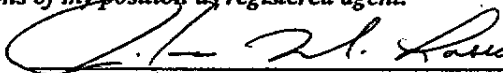
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*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. SERVICIOS ADAMO, S.A.  
(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. N/A  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12/27/93 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Has not transacted business within the apparent meaning of the Statute  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. Servicios Adamo, S.A.  
12906 S.W. 133 Ct. Suite D, Miami, Florida 33186  
(Current mailing address)
8. Any legal business  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)  
Name: Jilma M. Lasso, Esq.  
Office Address: 782 N.W. Le Jeune Rd., Suite 440  
Miami, Florida, 33126  
(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)**

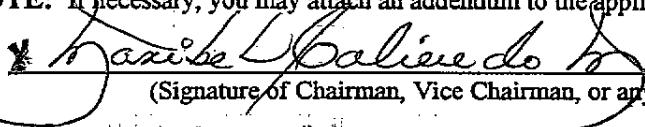
Chairman: JANIO LUIS LESCURE SANCHEZ  
Address: EDIF. OMEGA, MEZZANINE, AVE. SAMUEL LEWIS Y CALLE 53, CIUDAD DE  
PANAMA, REPUBLICA DE PANAMA  
Vice Chairman: -----  
Address: -----  
Director: MARIBEL CALIENDO MELENDEZ  
Address: SAME AS ABOVE  
Director: IVAN DIAZ GUTIERREZ  
Address: SAME AS ABOVE

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

President: JANIO LUIS LESCURE SANCHEZ  
Address: EDIF. OMEGA, MEZZANINE, AVE. SAMUEL LEWIS Y CALLE 53, CIUDAD DE  
PANAMA, REPUBLICA DE PANAMA.  
Vice President: -----  
Address: -----  
Secretary: MARIBEL CALIENDO MELENDEZ  
Address: SAME AS ABOVE  
Treasurer: IVAN DIAZ GUTIERREZ  
Address: SAME AS ABOVE

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. MARIBEL CALIENDO MELENDEZ/SECRETARY  
(Typed or printed name and capacity of person signing application)

REPUBLICA DE PANAMA DIRECCION GENERAL DEL REGISTRO PUBLICO

CON VISTA A LA SOLICITUD-78653-98

SE ENCUENTRA REGISTRADA EN LA FICHA DEL 281571 ROLLO-IC40899 IMAGEN-118

DESDE EL VEINTISIETE DE DICIEMBRE DE MIL NOVECIENTOS NOVENTA Y TRES

QUE LA SOCIEDAD SE ENCUENTRA VIGENTE

QUE SUS SUSCRIPTORES SON

1- EDUARDO ANTONIO MOLINO PAZ

2- JUAN PABLO FABREGA POLLERI

QUE SUS DIRECTORES SON

1- JUAN LUIS LESCURE SANCHEZ

2- MARIBEL CALIENDO MELENDEZ

3- IVAN DIAZ GUTIERREZ

QUE SUS DIGNATARIOS SON

PRESIDENTE JUAN LUIS LESCURE SANCHEZ

TESORERO MARIBEL CALIENDO MELENDEZ

SECRETARIO IVAN DIAZ GUTIERREZ

QUE LA REPRESENTACION LEGAL LA EJERCERA

LA REPRESENTACION LEGAL DE LA SOCIEDAD CORRESPONDERA A LA PERSONA QUE

DETERMINE LA JUNTA DIRECTIVA

QUE SU AGENTE RESIDENTE ES- FABREGA LOPEZ Y BARSALLO

QUE SU CAPITAL ES DE \*\*\*\*\*0,000.00 DOLARES AMERICANOS.

QUE SU DURACION ES PERPETUA

QUE SU DOMICILIO ES PANAMA

EXPEDIDO Y FIRMADO EN LA CIUDAD DE PANAMA, EL SEIS DE ENERO DE

MIL NOVECIENTOS NOVENTA Y OCHO A LAS 03:59:18 P.M.

NOTA- ESTA CERTIFICACION PAGA

EL IMPUESTO DE TIMBRE POR UN

VALOR DE B/. 14.00

COMPROBANTE NO. 78653

FECHA- 06/01/1998

REPUBLICA DE PANAMA  
DIRECCION GENERAL DEL REGISTRO PUBLICO  
APOSTILLE  
(Convención de La Haya del 5 octubre 1961)  
1- País  
2- ha sido firmado por  
3- en presencia de  
4- y está revestido del sello/timbre de  
5- en  
6- el día  
7- por  
8- Bajo el número  
9- Sello/timbre  
10- Firma  
11- LUIS COOLEY

PUBLIC REGISTRY NATIONAL DIRECTORATE  
In light of request 78653  
CERTIFIES

Servicios Adamo, S.A.

Is registered with date 281571 Roll 40899 Image 118, since December 27, 1993, and the corporation is current

Its incorporators are:

1. Eduardo Antonio Molino Paz
2. Juan Pablo Fabrega Polleri

Its directors are:

1. Janio Luis Lescure Sanchez
2. Maribel Caliando Melendez
3. Ivan Diaz Gutierrez

Its officers:

|           |                            |
|-----------|----------------------------|
| President | Janio Luis Lescure Sanchez |
| Treasurer | Maribel Caliando Melendez  |
| Secretary | Ivan Diaz Gutierrez        |

That the legal representation is conducted:

The legal representation will be conducted by the person determined by the Board of Directors

The resident agent is Fabrega, Lopez & Barsallo

That its capital is \$10,000.00 American dollars

That its duration is perpetual

That its residence is Panama

Given and signed in the Republic of Panama on January 6, 1998 at 3-59-18.9 P.M.

Migdalia de Valdivieso  
Certifier

Apostille

(Hague Convention, October 5, 1961

1. Country Panama
2. The present public document has been signed  
by Illegible
3. Who acts as a Certifier
4. It has paid the tax of \$14

Certified

5. in Panama
6. on the 15th day of January, 1998
7. by the Administrative Directive
8. Under No. 625

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

9. Tax \$2.00

10. Signature: Lic. Luis Cogley

Seal of the Republic of Panama  
Office of the Public Registry

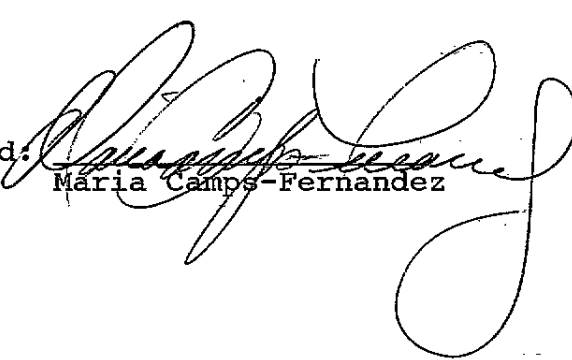
Seal of the Republic of Panama  
Ministry of Government and Justice

CERTIFICATE OF TRANSLATION

I, MARIA CAMPS-FERNANDEZ, state under penalty of perjury under the laws of the United States of America that I am familiar with the English and the Spanish languages. I have examined the attached translation into English and certify that it is a true and correct translation of the document entitled or pertaining to certificate.

Date: April 13, 1998

Signed:

  
Maria Camps-Fernandez

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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