

F98000002223

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: RIBECO, WA, 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:

CARLOS A. GARCIA PEREZ
(Name of Person)

(Firm/Company)

1221 BRICKELL AVE. 9TH FLOOR
(Address)

MIAMI, FL 33131
(City/State/Zip)

W98-6890

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

CARLOS A. GARCIA PEREZ at (305) 885-8225
(Name of Person) (Area Code & Daytime Telephone Number)

300002470463--4
-03/27/98--01043--002
*****78.75 *****78.75

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

804/20
98 APR 20 PM 2:51
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 27, 1998

CARLOS A. GARCIA PEREZ
1221 BRICKELL AVE., 9TH FL.
MIAMI, FL 33131

SUBJECT: RIBECO USA, INC.
Ref. Number: W98000006890

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 20 PM 2:51

We have received your document for RIBECO USA, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

The certificate of existence that we require is issued by the Secretary of State's office, not the Comptroller of Public Accounts.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 698A00016597

**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. RIBECO USA, 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. TEXAS
(State or country under the law of which it is incorporated)
3. 74-280-3274
(FEI number, if applicable)
4. September 24, 1986
(Date of incorporation)
5. Perpetual
(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 817.155, F.S.)
7. 6073 BOCA CHICA BLVD.
BROWNSVILLE, TEXAS 78521
(Current mailing address)
8. SALE OF CARGO PRODUCTS
(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: CARLOS A. GARCIA PEREZ
- Office Address: 1221 BRICKELL AVE. 9th Floor
MIAMI, Florida, 33131
(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.

Carla A. Garcia Perez
(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 20 PM 2:51

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: RIDHA BERREZOUGA

Address: 6073 BOCA CHICA BLVD.

BROWNSVILLE, TEXAS 78521

Vice Chairman: N/A

Address: _____

Director: N/A

Address: _____

Director: N/A

Address: _____

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

President: RIDHA BERREZOUGA

Address: 6073 BOCA CHICA BLVD.

BROWNSVILLE, TEXAS 78521

Vice President: N/A

Address: _____

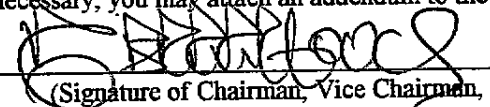
Secretary: N/A

Address: _____

Treasurer: N/A

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. RIDHA BERREZOUGA CEO & President
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 20 PM 2:51



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that
Articles of Incorporation of

RIBECO USA, INC.
File No. 1416102-00

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 20 PM 2:51



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on April 6, 1998.*

Alberto R. Gonzales
Secretary of State

PH