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Law Offices Of
Timothy Guy Smith, P.C.
710 Lisbon Center Drive
Suite J
Woodbine, Maryland 21797

Maryland Bar
District of Columbia Bar

FILED
98 MAY 11 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
407-411-2858
391-854-5433
301-854-6697 (Facsimile)

April 6, 1998

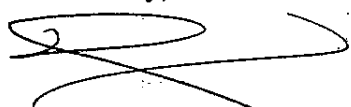
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Mr. Santiago Funes
17746 Chipping Court
Olney, Maryland 20832

Dear Mr. Funes:

I have also enclosed the Application for Foreign Judgment which requires your signature where indicated by the **X** and then forward to Jorge Estrada who should execute where the Registered Agent's signature appear. After he has executed it he should return it in the provided envelope, put the appropriate postage on it and mail. Within a week you should receive your authority to transact business in the State of Florida.

Sincerely,


Timothy Guy Smith

TGS:mmk
enclosure

NOTE: CHECK Enclosed.

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: MIROJESA, 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:

Timothy Guy Smith, Esquire

(Name of Person)

Timothy Guy Smith, P.C.

(Firm/Company)

710 Lisbon Center Drive,

(Address)

Woodbine, Md. 21797

(City/State/Zip)

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

Timothy Guy Smith, Esq. at (301) 854-5433

(Name of Person)

(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

**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. MIROJESA, 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. Maryland
(State or country under the law of which it is incorporated)
3. _____
(FEI number, if applicable)
4. 3/18/98
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 8/1/98
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 2101 Longwood Road
West Palm Beach, Florida 33409
(Current mailing address)
8. Provide Services to Latin American and South American Communities
(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: George Estrada
Office Address: 2101 Longwood Road
West Palm Beach, Florida, 33409
(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.

X 
(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: Jorge Estrada

Address: 2101 Longwood Road

West Palm Beach, Florida 33409

Vice Chairman: Santiago Funes

Address: 17716 Chipping Court

Olney, Maryland 20879

Director: Miguel Escoto

Address: 8115 Begonia Way

Gaithersburg, Md. 20879

Director: Roger Varela

Address: Colonia Bella Oriente

Bloque 1 Casa 45-05 Calle Principal Prima Cruce # 3 Tegucigalpa, DC,
Honduras, C.A.

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

President: Jorge Estrada

Address: 2101 Longwood Road

West Palm Beach, Florida 33409

Vice President: Santiago Funes

Address: 17716 Chipping Court

Olney, Maryland 20879

Secretary: Miguel Escoto

Address: 8115 Begonia Way

Gaithersburg, Md. 20879

Treasurer: Roger Varela

Address: Colonia Bella Oriente, Bloque 1, Casa 45-05 Calle Principal Prima Cruce, Tegucigalpa, DC
Honduras CA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. X Jorge Estrada
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. SANTIAGO FUNES Santiago Funes
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA

STATE OF MARYLAND

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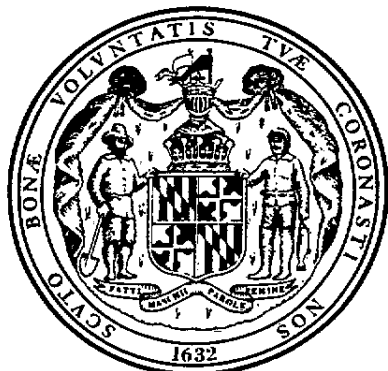
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, JACQUELINE C JAMES OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT MIROJESA, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.

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TALLAHASSEE FLORIDA



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 8TH DAY OF APRIL, 1998.

Jacqueline C. James
JACQUELINE C JAMES
OFFICE SUPERVISOR I