

F98000005904

Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850)410-1015

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

FOREIGN PROFIT QUALIFICATION

Cambiamos S.A.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$78.75

12/10/23

98 OCT 22 AM 8:28

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DIVISION OF CORPORATIONS

TRANSLATION:

" WE CHANGE S.A. "

H98000019708

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:

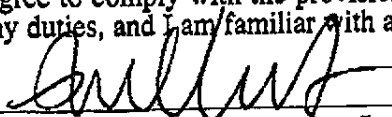
- 1. Cambiamos S.A.
(Name of corporation: must include the word "INCORPORATED", "COMPANY," "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
- 2. Colombia
(State or country under the law of which it is incorporated)
- 3. applied for
(FEI number, if applicable)
- 4. December 9, 1991
(Date of Incorporation)
- 5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
- 6. upon filing this application
(Date first transacted business in Florida. (See Section 607.1501, 607.1502, and 817.155, F.S.)
- 7. Calle 39, No.14-59
Santafé de Bogota, Colombia,
(Current mailing address)

8. Purpose of corporation to be carried out in Florida: all activities permitted under applicable law.

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)
Corporate Creations Enterprises Inc.
4521 PGA Boulevard #211
Palm Beach Gardens, FL 33418

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.

By: 
Corporate Creations Enterprises Inc.
Luis A. Uriarte, Vice President

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.

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
305-672-0686

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12. Names and business addresses of officers and/or directors: (Street address ONLY)

A. DIRECTORS

Pablo Eduardo Castro Lopez
Calle 39, No.14-59
Santafé de Bogota, Colombia

Gabriel Orlando Castro Lopez
Calle 39, No.14-59
Santafé de Bogota, Colombia

Camilo Ruiz
Calle 39, No.14-59
Santafé de Bogota, Colombia

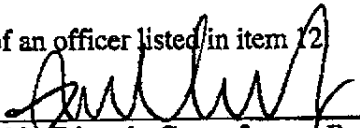
B. OFFICERS

PRESIDENT Pablo Eduardo Castro Lopez
Calle 39, No.14-59
Santafé de Bogota, Colombia

SECRETARY Camilo Ruiz
Calle 39, No.14-59
Santafé de Bogota, Colombia

TREASURER Gabriel Orlando Castro Lopez
Calle 39, No.14-59
Santafé de Bogota, Colombia

13. Signature of an officer listed in item 12

By: 
Pablo Eduardo Castro Lopez, President
by L.A. Uriarte as attorney-in-fact

Date: 10/22/98

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
305-672-0686

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Embassy of the United States of America



GENERAL AUTHENTICATION CERTIFICATE

Republic of Colombia)	
Capital District)	
City of Santa Fe de Bogota)	SS:
Embassy of the)	
United States of America)	

I certify that the official named below, whose true signature and official seal are, respectively, subscribed and affixed to the annexed document, was on this day, empowered to act in the official capacity designated in the annexed document, to which faith and credit are due.

For the contents of the annexed document,
I assume no responsibility

BLANCA INES ACOSTA DE GARCIA
(Name of Officials)

David Buentello
(Signature of Consular Officer)

DAVID BUENTELLO
(Typed name of Consular Officer)

CONSUL
(Title of Consular Officer)

SEPTEMBER 29, 1998
(Date)

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DIVISION OF CORPORATIONS

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EL SUPERINTENDENTE BANCARIO,

Superintendencia Bancaria
de Colombia



Por medio de la Resolución No. 1198 del 20 de noviembre de 1997, autorizó para desarrollar operaciones de las casas de cambio propiamente dichas a:

CAMBIAMOS S. A.

Según lo dispuesto en el literal a), numeral 1o., artículo 88 de la Resolución Externa 21 de 1993, de la Junta Directiva del Banco de la República: Podrá realizar "1. La compra y venta de divisas o títulos representativos de las mismas que correspondan a operaciones que no deban canalizarse a través del Mercado Cambiario; 2. Compra y venta de divisas a los Intermediarios del Mercado Cambiario ...; 4. Enviar o recibir giros de divisas del exterior para operaciones que no deban canalizarse a través del Mercado Cambiario".

DILIGENCIA DE AUTENTICACION
NOTARIO TREINTA Y NUEVE
DE SANITATE DE BOGOTA D.C.

[Handwritten Signature]
Maria Luisa Chiappe de Villa
Superintendente Bancario

Dado en Sanitaté de Bogotá, D.C., 21 ENE. 1998

[Handwritten Signature]
Cristina Lagorri Valencia
Secretario General

DILIGENCIA DE AUTENTICACION
NOTARIO TREINTA Y NUEVE
DE SANITATE DE BOGOTA D.C.

21 AGO 1998

1

Verifica que la presente diligencia cobrada estandarizada con la copia original que tiene a la vista.
JUST FERRER ZAMBA
NOTARIO

Verifica que la presente diligencia cobrada estandarizada con el original que tiene a la vista.
JUST FERRER ZAMBA
NOTARIO



C.C.B.



CAMARA DE COMERCIO DE BOGOTA

SEDE FERIA

28 DE JULIO DE 1998

HORA 10:06:57

03BAZ072807098PMY0724

HOJA : 001

CERTIFICADO DE EXISTENCIA Y REPRESENTACION LEGAL O INSCRIPCION DE DOCUMENTOS. LA CAMARA DE COMERCIO DE BOGOTA, CON FUNDAMENTO EN LAS MATRICULAS E INSCRIPCIONES DEL REGISTRO MERCANTIL,

NOMBRE : CAMBIAMOS SOCIEDAD ANONIMA
N.I.T. : 08001494529
DOMICILIO : SANTAPE DE BOGOTA D.C.

MATRICULA NO. 00480922

CONSTITUCION: E.P. NO. 3.918 NOTARIA 10 DE SANTAPE DE BOGOTA DEL 9 DE DICIEMBRE DE 1.991, INSCRITA EL 12 DE DICIEMBRE DE 1.991 BAJO EL NO.348757 DEL LIBRO IX, SE CONSTITUYO LA SOCIEDAD COMERCIAL DENOMINADA: CAMBIAMOS LIMITADA.

QUE POR E.P. NO.1.031 NOTARIA 29 DE SANTAPE DE BOGOTA DEL 13 DE MAYO DE 1.996, INSCRITA EL 14 DE MAYO DE 1.996 BAJO EL NO.537.753 DEL LIBRO IX, LA SOCIEDAD SE TRANSFORMO DE LIMITADA, EN: ANONIMA BAJO EL NOMBRE DE CAMBIAMOS SOCIEDAD ANONIMA.

REFORMAS:

E.P. NO.	FECHA	NOTARIA	CAMARA DE COMERCIO Y NO. INSCRIPCION
1.526	20---V-1.992	10 STAPE	BTA. 03---VI-1.992 NO.367.098
5.464	10---IX-1.992	18 STAPE	BTA. 10---IX-1.992 NO.378.099
5.598	15---IX-1.992	18 STAPE	BTA. 10---IX-1.992 NO.378.847
4.419	17-VIII-1.994	18 STAPE	BTA. 25-VIII-1.994 NO.460.147
1.031	13---V-1.996	39 STAPE	BTA. 14---V-1.996 NO.537.753
1.744	29---VII-1.996	39 STAPE	BTA. 30---VII-1.996 NO.547.961
2.307	26- IX -1.996	39 STAPE	BTA. 27- IX -1.996 NO.556.860

VIGENCIA: QUE LA SOCIEDAD NO SE HALLA DISUELTA. DURACION HASTA EL 13 DE MAYO DEL 2046.

OBJETO SOCIAL: LA SOCIEDAD TENDRA POR OBJETO EXCLUSIVO REALIZAR TODAS LAS OPERACIONES QUE POR MANDATO DE LA LEY, CON LOS REQUISITOS Y LAS POLITICAS ESTABLECIDAS POR LAS AUTORIDADES CAMBIARIAS COLOMBIANAS CORRESPONDE A UNA CASA DE CAMBIO. PARA LOGRAR EL CUMPLIMIENTO DE SU OBJETO, DENTRO DE LAS LIMITACIONES QUE IMPONGA LA LEY Y LAS AUTORIDADES CAMBIARIAS, LA COMPAÑIA PODRA CELEBRAR O EJECUTAR TODA CLASE DE CONTRATOS U OPERACIONES NECESARIAS O CONVENIENTES PARA EL LOGRO DE LOS FINES QUE PERSIGUE Y QUE PUEDAN FAVORABLES A DESARROLLAR SUS NEGOCIOS Y QUE EN FORMA DIRECTA SE RELACIONAN CON EL OBJETO SOCIAL, ENTRE LAS CUALES SE ENCUENTRA LA DE EMPLEAR LA DEBIDA DILIGENCIA EN LA PRESTACION DE LOS SERVICIOS A SUS CLIENTES A FIN DE QUE ESTOS RECIBAN LA ATENCION DEBIDA EN EL...

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