

F98000006643

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: PETRUS PROPERTIES, INC.

(Name of corporation - must include suffix)

600002703576--9
-12/04/98--01089--002
****140.00 *****70.00

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:

RAYMOND L. HUTCHINS, CPA

(Name of Person)

SAME

(Firm/Company)

601 RIVERSIDE AVENUE, BUILDING II, SUITE 650A

(Address)

JACKSONVILLE, FL 32204

(City/State/Zip)

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

RAYMOND L. HUTCHINS, CPA

(Name of Person)

at (904) 354-3335

(Area Code & Daytime Telephone Number)

* 12/7

STREET 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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC -4, PM 3:53

Enclosed is a check for the following amount:

- * \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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.

8. REAL ESTATE INVESTMENT
(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: RAYMOND L. HUTCHINS, CPA
- Office Address: 601 RIVERSIDE AVE., BLDG II, STE 650A
JACKSONVILLE, Florida, 32204
(Zip code)

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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DIVISION OF CORPORATIONS
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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: JULIO ANTONIO QUIJANO URRICLA

Address: QUIJANO AND ASSOCIATES

PANAMA CITY, PANAMA

Vice Chairman: RAMON RICARDO ARIAS BELL

Address: QUIJANO AND ASSOCIATES

PANAMA CITY, PANAMA

Director: DAPHNE SELENIS QUIJANO BERBEY

Address: QUIJANO AND ASSOCIATES

PANAMA CITY, PANAMA

Director: _____

Address: _____

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

President: JULIO ANTONIO QUIJANO URRICLA

Address: QUIJANO AND ASSOCIATES

PANAMA CITY, PANAMA

Vice President: JULIO ANTONIO QUIJANO BERBEY

Address: QUIJANO AND ASSOCIATES

PANAMA CITY, PANAMA

Secretary: JULIO ANTONIO QUIJANO BERBEY

Address: QUIJANO AND ASSOCIATES

PANAMA CITY, PANAMA

Treasurer: RAMON RICARDO ARIAS BELL

Address: QUIJANO AND ASSOCIATES

PANAMA CITY, PANAMA

**** SEE ADDENDUM ATTACHED****

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

13. *h. J. Demarex*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. MICHEL DEMAUREX, ASSISTANT SECRETARY

(Typed or printed name and capacity of person signing application)

**ADDENDUM TO THE APPLICATION LISTING
ADDITIONAL OFFICERS**

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable) (**continued**)

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

Assistant Secretary: MICHEL DEMAUREX

Address: c/o PRIMA TRUST, SA

12 RUE DE SAINT-VICTOR

CH-1206 GENEVA, SWITZERLAND



REPUBLICA DE PANAMA
PROVINCIA DE PANAMA

NOTARIA CUARTA DEL CIRCUITO

LIC. CARLOS GARCIA MARTIN

NOTARIO

CALLE RICARDO ARIAS No 7
EDIFICIO CONTINENTAL

Teléfonos: { 69-1078
64-0885
64-0888

Apartado 871283
Panamá 7, Panamá

COPIA
ESCRITURA No. 5.308 DE 9 DE junio DE 19 94

Por la Cual se protocoliza poder general otorgado por
"PETRUS PROPERTIES INC." al señor MICHEL
DEMAUREX.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC -4 PM 3:53

QUIJANO & ASSOCIATES
P.O. Box 7284
Panama 5, Panama.
Telephones: 69-2641/69-2652
Fax: 63-8079/69-2591

TRANSLATION

PUBLIC DEED NUMBER FIVE THOUSAND THREE HUNDRED EIGHTY (5.308)

Whereby a general power of attorney granted to Mr. MICHEL DEMAUREX by the corporation named "PETRUS PROPERTIES INC." is protocolized.

Panama, June 9th, 1994.

In the city of Panama, capital of the Republic and Seat of the Notarial Circuit of the same name, on the ninth (9th) day of the month of June of nineteen hundred and ninety-four (1994), before me, Licentiate CARLOS GARCIA MARTIN, Fourth Notary Public of the Circuit of Panama, bearer of Personal Identification Card number eight - one hundred and seventy-four - three hundred and ninety-seven (8-174-397), there personally appeared JULIO ANTONIO QUIJANO URRIOLO, male, of legal age, married, lawyer, Panamanian, resident of this city, bearer of Personal Identification Card number eight - ninety-seven - four hundred forty-one (8-97-441), whom I know, and he requested me to issue this deed to state for the record that he protocolizes a document, whereby the corporation "PETRUS PROPERTIES INC.", which is registered in Microjacket: two eight eight one one six (288116) of the Microfilm Section (Mercantile) of the Public Registry, grants a general power of Attorney to Mr. MICHEL DEMAUREX, together with a certified copy of the minutes of the meeting of the Board of Directors, held on even date with the authorization that the said power be granted.

The requested protocolization has been made hereby and the copies which the interested parties may request shall be issued.

This deed was read before the appearing party in the presence of the instrumental witnesses, MARIELA DIAZ, bearer of Personal Identification Card number eight - two hundred and twenty - two thousand and fifty (8-220-2050), and SALVADOR SOLIS, bearer of Personal Identification Card number ten - one - one hundred and seven (10-1-107), both of them being of legal age, residents of this city and known to me, and who are fit for such office, he found it to be in order, gave it his approval, and in witness thereof it is signed by everyone before me, the Notary, who attests.

This Deed has the sequence number FIVE THOUSAND THREE HUNDRED EIGH (5.308).

(Sgd.) Julio Antonio Quijano Urriola
(Sgd.) Mariela Diaz
(Sgd.) Salvador Solis
(Sgd.) CARLOS GARCIA MARTIN, Fourth Notary Public.

I, JULIO ANTONIO QUIJANO URRIOLO, bearer of Personal

Identification Card No. 8-97-441, on behalf of "PETRUS PROPERTIES INC.", a Panamanian corporation which is duly registered in Microjacket: 288116 of the Microfilm Section (Mercantile) of the Public Registry, in my capacity as President of the said corporation and duly authorized to such effect by resolution adopted at an extraordinary meeting of the Board of Directors of the corporation held on the 9th of June, 1994, hereby appoint Mr. MICHEL DEMAUREX, with an address at 1 rue Emile Yung, Geneva, Switzerland, as General Attorney of the corporation.

The Attorneys may do the following on behalf of "PETRUS PROPERTIES INC.":

ONE: Buy, sell, lease, assign gratuitously or onerously, mortgage, pledge, exchange, deliver or receive any assets of the corporation.

TWO: For and on behalf of the corporation, to enter into contracts with natural or juridical persons.

THREE: Claim any real or personal right that the corporation may have before third parties and, in such cases, represent the corporation, either directly or through lawyers, before the Panamanian authorities or before any foreign authorities or before third parties against which the claim may be directed or who may have an interest in same for any reason whatsoever.

FOUR: To open bank accounts in the name of the corporation in any country, and to sign payment orders or checks or letters of credit against said accounts.

FIVE: To appoint those agents which he may deem convenient, as well as any other subordinate personnel, and to determine salaries and pay commissions.

SIX: To substitute all or part of the powers conferred upon him by this Power of Attorney, by public or private act.

SEVEN: To perform any ordinary or extraordinary act of administration which, in his opinion, may be convenient for the corporation, including acts of strict domain.

EIGHT: The foregoing powers do not constitute any limitation whatsoever, and the Attorney shall have the power to carry out any act for and on behalf of the corporation.

Panama, Republic of Panama, on the ninth (9th) day of the month of June of nineteen hundred and ninety-four (1994).

(Sgd.) Julio Antonio Quijano Urriola
"PETRUS PROPERTIES INC."
PRESIDENT

"PETRUS PROPERTIES INC."

An extraordinary meeting of the Board of Directors of this corporation was held at Salduba Building, Top Floor, located in East 53rd Street, Urbanización Obarrio, Panama City, Republic of Panama on June 9th, 1994, at 8:45 a.m.

Present were: Julio Antonio Quijano Urriola, Julio Antonio Quijano Berbey, and Ramón Ricardo Arias Bell, who are all of the directors. It was agreed to hold the meeting waiving prior notice. Mr. Julio Antonio Quijano Urriola chaired the meeting, and the incumbent Julio Antonio Quijano Berbey, acted as Secretary.

It was approved to authorize the President to appear before a notary public and appoint Mr. MICHEL DEMAUREX, with an address at 1 rue Emile Yung, Geneva, Switzerland, as General Attorney of "PETRUS PROPERTIES INC.", whom he is to authorize and direct to plan, agree and carry out on behalf of the corporation, all such lawful businesses as in his opinion may be convenient for the good conduct of the affairs of the corporation, including acts of strict domain, without any requirement of additional authorization or ratification by the Board of Directors to that effect. The Attorney may substitute all or part of the power. The President is hereby authorized to draft the terms of the said power at his discretion.

There being no further matters to be dealt with, the President declared the meeting was adjourned.

(Sgd.) Julio Antonio Quijano Urriola
(Sgd.) Julio Antonio Quijano Berbey
(sgd.) Ramón Ricardo Arias Bell

CERTIFICATION

This is a true copy of the original that has been transcribed in the Book of Minutes of the corporation.

(signed) Julio Antonio Quijano Berbey
JULIO ANTONIO QUIJANO BERBEY
Secretary.

This copy which I issue, seal and sign in the city of Panama, on the ninth (9th) day of the month of June, one thousand nine hundred and ninety-four (1994), is true to the original.

(signed) CARLOS GARCIA MARTIN
Lic. CARLOS GARCIA MARTIN
Fourth Notary Public

STATE OF FLORIDA
COUNTY OF DUVAL

I, Michel Demaurex, do hereby certify that the document attached hereto has been translated by me this 3rd day of December, 1998 and that the attached translation is true and correct.

Michel Demaurex
Michel Demaurex

Sworn to and subscribed before me this 3rd day of December, 1998 by Michel Demaurex, who is personally known to me ~~or who has produced a drivers license as identification~~ and who has taken an oath.

Joyce L. Casey
Notary Public State of Florida
Name: JOYCE L. CASEY
Notary Public, State of Florida
My Commission Expires: My Comm. expires Sept. 6, 1999
My Commission Number Is: Comm. No. GC-481400

THE GENERAL DIRECTION OF THE PUBLIC REGISTRY

WITH PERSPECTIVE ATTENTION = 35782

28/10/1998

C E R T I F I C A T E

-----THAT SOCIETY-----

PETRUS PROPERTIES INC.

IS FOUND TO BE REGISTERED ON THE DATE SINCE 06/07/94. THE SOCIETY IS
FOUND TO BE IN FORCE.

THE DIRECTORS ARE:

- 1 - JULIO ANTONIO QUIJANO URRICLA
- 2 - DAPHNE SELENIS QUIJANO BERBEY
- 3 - RAMON RICARDO ARIAS BELL

THE SIGNATORIES ARE:

PRESIDENT	- JULIO ANTONIO QUIJANO URRICLA
VICE PRESIDENT	- JULIO ANTONIO QUIJANO BERBEY
VICE PRESIDENT	- RAMON RICARDO ARIAS BELL
TREASURER	- RAMON RICARDO ARIAS BELL
SECRETARY	- JULIO ANTONIO QUIJANO BERBEY
SUB-TREASURER	- JULIO ANTONIO QUIJANO BERBEY
SUB-SECRETARY	- RAMON RICARDO ARIAS BELL

THE RESIDENT AGENT IN QUIJANO AND ASSOCIATES.

THEIR CAPITAL IS \$1,000 IN AMERICAN DOLLARS.

THE DURATION IS PERPETUAL.

ISSUED AND SIGNED IN THE CITY OF PANAMA AT 10-07-48.2 A.M.

NOTE: THIS CERTIFICATE PAID THE TAX DEED OF \$14.00.

PROOF # 35782

DATE 10/28/98

CERTIFIED BY: KEILA RUSSO

PUBLIC REGISTRY OF PANAMA

LA DIRECCION GENERAL DEL REGISTRO PUBLICO

CON VISTA A LA SOLICITUD- 35782

28/10/1998

C E R T I F I C A -

-----QUE LA SOCIEDAD -----
PETRUS PROPERTIES INC.
 SE ENCUENTRA REGISTRADA EN LA FICHA- 288116 ROLLO- 42505 IMAGEN- 32
 DESDE EL SIETE DE JUNIO DE MIL NOVECIENTOS NOVENTA Y CUATRO ,
 QUE LA SOCIEDAD SE ENCUENTRA VIGENTE

QUE SUS DIRECTORES SON-
 1 - JULIO ANTONIO QUIJANO URRUTIA
 2 - JULIO ANTONIO QUIJANO BERRY
 3 - RAMON RICARDO ARIAS BELL

QUE SUS SIGNATARIOS SON-

PRESIDENTE	- JULIO ANTONIO QUIJANO URRUTIA
VICE-PRESIDENTE	- JULIO ANTONIO QUIJANO BERRY
VICE-PRESIDENTE	- RAMON RICARDO ARIAS BELL
TESORERO	- RAMON RICARDO ARIAS BELL
SECRETARIO	- JULIO ANTONIO QUIJANO BERRY
SUB-SECRETARIO	- JULIO ANTONIO QUIJANO BERRY
	- RAMON RICARDO ARIAS BELL

QUE SU AGENTE RESIDENTE ES- QUIJANO Y ASOCIADOS
 QUE SU CAPITAL ES DE *****1,000.00 DOLARES AMERICANOS.
 QUE SU DURACION ES PERPETUA
 EXPEDIDO Y FIRMADO EN LA CIUDAD DE PANAMA

A LAS 10-07-45.2 A.M.

ACIA- ESTA CERTIFICACION PAGO
 EL IMPUESTO DE TIMBRE POR UN
 VALOR DE B/. 14.00
 COMPROBANTE NO. 35782
 FECHA- 28/10/1998



[Signature]
 LICDA. KEILA RUSSO
 CERTIFICADORA

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 98 DEC -4, PM 3:53