# F99000004328

| OFFICE USE ONLY (Document #)                    |                             |                        |  |
|---|-----------------------------|------------------------|--|
| LAZARUS CORPORATE FILING SER (Requestor's Name) | VICE, INC.                  | ·                      |  |
| 3320 S.W. 87th AVENUE                           |                             | 6000                   | 1029572462<br>no/1700-mn74nns  |
| (Address)                                       | -                           |                        | 08/11/9901074005<br>****122.50 *****78.79  |
| MIAMI, FLORIDA (305)552-5                       |                             |                        |  |
| (City, State, Zip) (Phone                       |                             |                        |  |
| LOCAL REPRESENTATIVE TALLAHA                    | SSEE                        | OFFICE USE ONLY        |  |
| CORPORATION NAME(S) & DO                        | OCUMENT NUM                 | _                      | S.A. INC.  |
| 1. // (Corporation Name)                        | CNILOFIN                    | (Document #)           | 1111 411C  |
| 2.  |                             |                        |  |
| (Corporation Name)                              | <u></u>                     | (Document #)           | W99-18623  |
| 3.  |                             | (Document #)           |  |
| (Corporation Name)                              |                             | (Document #)           | · · · · · · · · · · · · · · · · · · ·  |
| 4. (Corporation Name)                           |                             | (Document #)           | 9 36   |
| Walk in Pick up time                            | 2.00                        | Certified Copy         | <b>A</b> 360   |
| Walk in Trick up time                           | -                           | 1 common copy          | AUG 20   |
| Mail out Will wait                              | Photocopy                   | Certificate of Sta     |  |
|   |                             |                        | 7/ \ 3   |
|   |                             |                        | STATE: 3: 20   |
| NEW FILINGS                                     | AMENDM1                     | ENTS                   | 0 5  |
| Profit  | Amendment                   |                        | ဟ  |
| NonProfit                                       | Resignation of R            | R.A., Officer/Director | F .  |
| . Limited Liability                             | Change of Regist            | ered Agent             |  |
| Domestication                                   | Dissolution/Witho           | drawal                 | · · · · · · · · · · · · · · · · · · ·  |
| Other   | Merger                      | `                      | to the second se |
| Other   |                             |                        |  |
| F   |                             |                        | · · · · · · · · · · · · · · · · · · ·  |
| OTHER FILNGS                                    | REGISTRATIO<br>QUALIFICATIO |                        |  |
| Annual Report                                   |                             |                        | b <sub>0</sub> , .   |
| Fictitious Name                                 | Foreign                     |                        |  |
| Name Reservation                                | Limited Partnersi           | nip                    |  |
|   | Reinstatement               |                        |  |
| ļ   | Trademark                   |                        |  |
| <b>!</b>  | Other                       |                        |  |

Examiner's Initials



## FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

August 11, 1999

LAZARUS CORPORATE FILING SERVICE, INC.

SUBJECT: MERCADEO CENTROAMERICANO S.A.

Ref. Number: W99000018623

We have received your document for MERCADEO CENTROAMERICANO S.A. and your check(s) totaling \$122.50. However, the document has not been filed and is being retained in this office for the following:

Please provide an English translation for the entity's name in your cover letter.

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 note that we are returning the certified copy you submitted, as it must be translated. The translation must be notarized. You must return this certified copy when you submit the translated version.

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) 487-6958.

Lee Rivers Document Specialist

Letter Number: 499A00040603

### APPLICATION BY FOREIGN CORPORATION FOR AUTUORIZATION 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:

| 0.7 0            | 1101110110                                |                            |  | 30           | (2) /2 x                               |
|------------------|---|----------------------------|--|--------------|--|
| 1. MER           | CADEO CENTROAMERICANO S.A.                |                            |  | E            | 0.50                                   |
| (Name of         | corporation: the word "INCORPORATE        | D," "CO                    | MPANY," or "CO   | RPORATIO     | W of                                   |
| words or abl     | previations of like import in language, a | as will cle                | arly indicate that   | it is a corp | oralion                                |
| instead of a     | natural person or partnership if not so   | containe                   | d in the name at   | present.)    | ُ بِي                                  |
|                  | ž.  |                            |  |              | 65                                     |
| 2.               | MANAGUA NICARAGUA                         |                            |  |              |  |
|                  | State or country under the law of whic    | h it is inc                | orporated)   | <del></del>  | ····                                   |
| 3                | September 24 1997                         | 4.                         | 30 years   |              |  |
|                  | Incorporation)                            | •                          | (Duration)   |              | ·                                      |
| 5.               | N/A                                       |                            |  |              |  |
| V                | (Federal Employer Identification          | on numbe                   | or, if applicable)   | · ·          |  |
| ¥                | • •                                       |                            | , , ,  |              |  |
| 6.               | Upon the File                             |                            |  |              |  |
| (Date first tra  | insacled business in Florida. See sec     | lions 607                  | .1501, 607.1502,   | and 817.1    | 55, F.S.                               |
| 7.               | 6141 SW 156 CT Miami Fl. 33               | 3193                       |  | <u>-</u>     |  |
| 7                | (Current mailing add                      | lress)                     |  |              |  |
| 1                | Import & Export                           | ,                          |  |              |  |
| 8                | Import & Export                           |                            |  |              |  |
| (Corporate p     | purpose and nature of business in which   | ch it is en                | igagèd in Florida  | 1)           |  |
|                  |   |                            | and a  |              |  |
| 9. Hames a       | nd eddresses of officers and or directo   | rs:                        | ,  |              |  |
| ,                |   |                            | •  |              |  |
| A. Direc         |   | .h                         |  |              | _ :                                    |
| Chairman:        |   | <del></del>                |  |              | <u></u>                                |
| Address:         | 6141 SW 156 CT Miami                      | F1. 33                     | 193  |              |  |
| •                |   | <del></del>                |  |              |  |
| And the state of |   | •                          | •  |              |  |
|                  | an:                                       |                            |  | ##           | <del></del>                            |
| Address: .       |   |                            | A Section of the sect |              |  |
|                  |   |                            |  |              | <del></del>                            |
| I Steman Karana  | Rosa Maria Suazo Perez de E               | onavid.                    | ne ::-::::::::::::::::::::::::::::::::::   |              | · · · · ·                              |
| Director:        |   |                            |  |              | ************************************** |
| Address:         | 6141 SW 156 CT. Miami                     | F1. 33.                    | L93  |              |  |
|                  |   | 44 <del>- 11 - 1 - 1</del> |  |              |  |
| Diemoderen       | Diana Patricia Benavides Su               | azo                        | the second   |              |  |

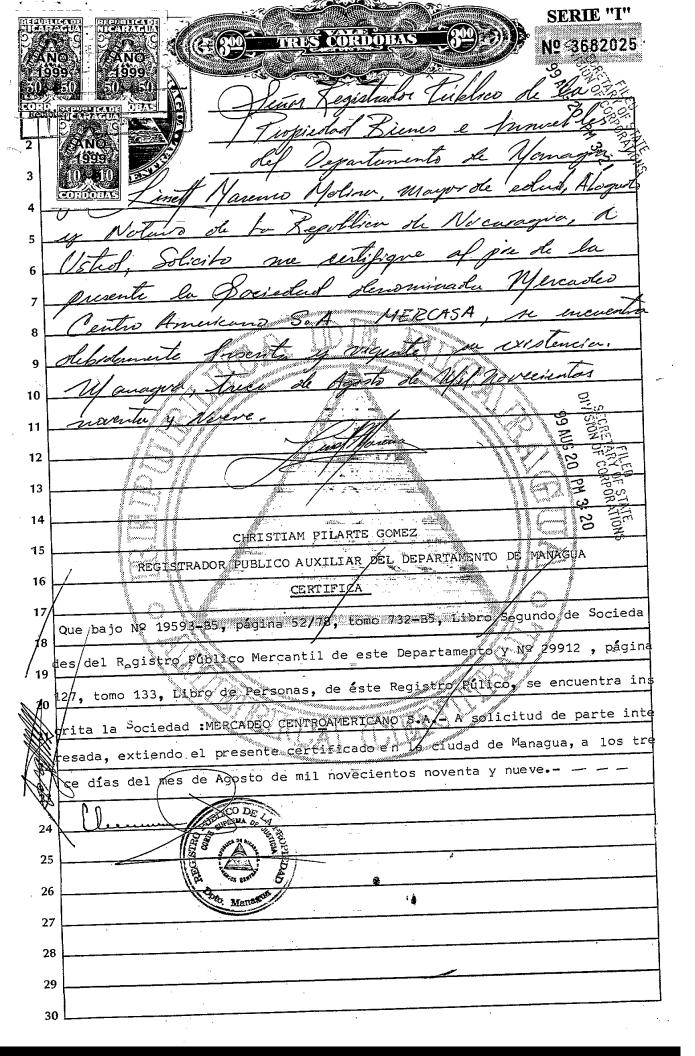
| E. Ollice                    | rs;  | O <sub>2</sub> |
|------------------------------|--|----------------|
| President: _                 | Samuel Benavides Sanchez   |                |
| Address: _                   | 6141 SW 156 CT Miami F1. 33193   |                |
| _                            |  | 2 000          |
| Vico Presider                | nt:  | 777-51         |
| Address:                     |  | 2 0            |
| ·                            | <del></del>  | · O Zo         |
| Secretary:                   | Rosa Maria Suazo Perez de Benavides  |                |
| Address:                     | 6141 SW 156 CT Miami Fl. 33193   |                |
| W                            |  |                |
|                              | Diana Patricia Benavides Suazo   |                |
| ∿ldress:                     | 6141 SW 156 CT Miami Fl. 33193   |                |
| <b>*</b>                     | to the state of th |                |
| If needed, yo<br>licestors.) | u may attach an addendum to the application listing add  |                |
| 0. Name ar                   | nd Street address of Florida registered agent:   |                |
|                              | Name: Samuel Benavides Sanchez   |                |
| Office                       | e Address: 6141 SW 156 CT Miami Fl. 331  | 93             |
|                              | ,Florida   | 3              |
|                              | - The state of the | Zlp Code       |
| 1. Register                  | 'ed agent's accentance   |                |

#### 1

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 futher 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 signaturely

12. 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 traving custody of corporate records in the jurisdiction under the law of which it is incorporated



Thirteen of August of one thousand-nine hundred ninety nine, Republic of Nicaragua sealed paper value of three Cordobas, No. 0032159 SERIE "I" No. 3682025, Republic of Nicaragua stamps year 1999, one for 10 Cordobas and the other two for 50 Cordobas each.

Mr. Public Register of the real state property of the department of Managua? I, Lissett Marenco Molina, over age, attorney and notary of the Republic of Nicaragua; I request you to certify to the bottom of the present the denominated society Mercadeo Centro Americano S.A. MERCASA. That it is properly inscribed and current in its existence. Managua, thirteen of August of one thousand-nine hundred ninety nine.

#### CHRISTIAM PILARTE GOMEZ

#### AUXILIAR PUBLIC REGISTER OF THE DEPARTMENT OF NICARAGUA

#### **CERTIFY**

That under No. 19593-B5, page 52/78, tome 732-B5, second books of the societies of the mercantile public registering of this department and No. 29912, page 127, tome 133, Book of persons, of this public registering, it is inscribed the society: MERCADEO CENTOAMERICANO S.A. To the request of the interested part, I extend the present certificate in the city of Managua, at the thirteen days of the month of August of one thousand-nine hundred ninety nine.

There is an illegible signature (unable to read or translate), and there is also a notary seal of the property public registering of the supreme-court of justice, department of Managua.

This information was literally translated from the Spanish language to the English language.

TRANSLATOR PENANTURS.

DIANA BENANTUES

BEFOR ME

OFFICIAL NOTARY SEAL
ROLANDO A RUIZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC638640
COMMISSION EXP. APR. 25,2001