

F99000006090
TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: EMEYCO CORP.
(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:

GEORGE R. MORAITIS, Esq.
(Name of Person)

MORAITIS, COFAR & KARNEY, Attorneys at Law
(Firm/Company)

915 Middle River Drive, Suite 506
(Address)

Fort Lauderdale, Florida 33304
(City/State/Zip)

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

Heather Perry at (954) 563-4163
(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. EMEYCO CORP.
(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. PANAMA 3. 05-0961411
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 9/9/96 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. November 1, 1999
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. _____

c/o Ms. Marta Moreno, 4727 N. Ocean Boulevard, Ft. Lauderdale, FL 33304
(Current mailing address)

8. Real Estate Investments
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: George R. Moraitis, Esquire
MORAITIS, COFAR & KARNEY

Office Address: 915 Middle River Drive, suite 506

Fort Lauderdale, Florida, 33304
(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.



(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: ENRIQUE MEJIA

Address: CRA 3#76-80 AP 501

Bogota, Colombia S.A.

Director: ANA MARIA MEJIA

Address: CRA 3#76-80 AP 501

Bogota, Colombia S.A.

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

President: ENRIQUE MEJIA

Address: CRA 3#76-80 AP 501

Bogota, Colombia

Vice President: ANA MARIA MEJIA

Address: CRA 3#76-80 AP 501

Bogota, Colombia

Secretary: NICOLAS MEJIA

Address: CRA 3#76-80 AP 501

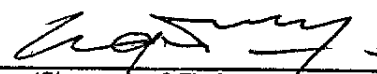
Bogota, Colombia

Treasurer: ENRIQUE MEJIA, JR.

Address: CALLE 75 # 7-72

Bogota, Colombia

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

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PAGE 1

LURO

EL REGISTRO PUBLICO

CON VISTA A LA SOLICITUD: 478467

11/11/1999

CERTIFICA:

QUE LA SOCIEDAD :

EMEYCO CORP.

SE ENCUENTRA REGISTRADA EN LA FICHA: 320531 ROLLO: 51175 IMAGEN: 148

DESDE EL NUEVE DE SEPTIEMBRE DE MIL NOVECIENTOS NOVENTA Y SEIS,

QUE LA SOCIEDAD SE ENCUENTRA VIGENTE

QUE SUS DIRECTORES SON:

- 1) ENRIQUE MEJIA
- 2) ANA MARIA MEJIA
- 3) LAURA MEJIA

QUE SUS DIGNATARIOS SON:

- PRESIDENTE : ENRIQUE MEJIA
- VICE-PRESIDENTE : ANA MARIA MEJIA
- TESORERO : NICOLAS MEJIA
- SECRETARIO : ENRIQUE MEJIA JR.

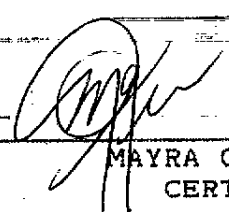
DETALLE DEL CAPITAL :

EL CAPITAL SERA DE TRESCIENTAS (300) ACCIONES LAS CUALES SERAN SIN VALOR NOMINAL.

EXPEDIDO Y FIRMADO EN LA CIUDAD DE PANAMA, EL ONCE DE NOVIEMBRE DE MIL NOVECIENTOS NOVENTA Y NUEVE , A LAS 02:58:11.3 P.M.

NOTA: ESTA CERTIFICACION PAGO
DERECHOS POR UN
VALOR DE B/. 30.00
COMPROBANTE NO. 478467
FECHA: 11/11/1999

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 TALLAHASSEE, FLORIDA



MAYRA G. DE WILLIAMS
CERTIFICADOR



TRANSLATION.

THE DIRECTION GENERAL OF THE PUBLIC REGISTRY OFFICE IN VIEW OF REQUEST - 478467 LURO -- 11/11/1999 - CERTIFIES: That the corporation "EMEYCO CORP.", is duly recorded at Microjacket 320531, Roll 51175, Frame 148, since the ninth day of september, of the year one thousand nine hundred and ninety six.

That the corporation is in good standing.

That its Directors are: 1. ENRIQUE MEJIA.

2. ANA MARIA MEJIA.

3. LAURA MEJIA.

That its Officers are: PRESIDENT: ENRIQUE MEJIA

VICEPRESIDENT: ANA MARIA MEJIA

TREASURER: NICOLAS MEJIA

SECRETARY: ENRIQUE MEJIA JR.

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Detail of the capital: The capital shall be of THREE HUNDRED (300) shares which shall be without nominal value.

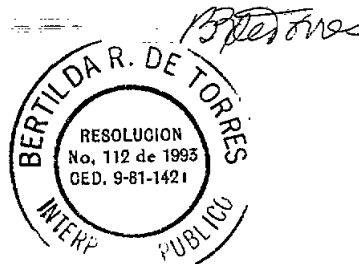
Issued and signed in the City of Panama, on the eleventh day of November of the year one thousand nine hundred and ninety nine.- At 02:58:11.3 P.M.

NOTE: Stamp duty of B/.30.00 has been paid for this certificate.- Voucher no.478467.- Date: 11/11/1999.- (Sgd.) Mayra G. de Williams, Certifier.

There is a stamped seal of the Public Registry Office, Republic of Panama.

I, Bertilda R. de Torres, an authorized Public Translator, do hereby certify the foregoing as a true and correct English translation of its original in Spanish.-

Panama, November 15, 1999.-



(Convention de la Haye du 5 octobre 1961)

1. País PANAMA

El presente documento público

2. ha sido firmado por Berthold Jongs

3. quién actúa en calidad de Reductor

4. y está revestido del sello / timbre de 4

CERTIFICADO 5 NOV 1999

5. en PANAMA 6. el día

7. por DIRECCION ADMINISTRATIVA

8. Bajo el número 12636

9. Sello / timbre 10. Firma:

2 Ignacio Desques



Esta Autenticación no implica responsabilidad en cuanto al contenido del documento.