

MI 000005285 ✓

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

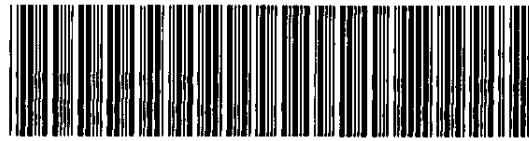
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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RETAIRY OF THE  
ALLIANCE OF FLORIDA

B. BOSTICK  
OCT 21 2011  
EXAMINER

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Intertrade Colombia Group SAS LLC  
Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Sergio Ignacio Rojas Pulido  
Name of Person

Intertrade Colombia Group SAS LLC  
Firm/Company

146 Woodbridge Cir  
Address

Daytona Beach/ Florida 32119  
City/State and Zip Code

sergio.rojas@intercolgroupsas.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Miguer Fernando Muñoz V at ( 352 ) 5989512  
Name of Person Area Code & Daytime Telephone Number

**MAILING ADDRESS:**  
Division of Corporations  
Registration Section  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET ADDRESS:**  
Division of Corporations  
Registration Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy
- \$160.00 Filing Fee, Certificate of Status & Certified Copy

STATE OF FLORIDA  
 11 OCT 20 11 4: 23  
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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:*

1. Intertrade Colombia Group SAS LLC

(Name of Foreign Limited Liability Company, must include "Limited Liability Company," "L.L.C.," or "LLC.")

Intercol Group SAS LLC

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Colombia

(Jurisdiction under the law of which foreign limited liability company is organized)

3. \_\_\_\_\_

(FBI number, if applicable)

4. May 18 of 1990

(Date of Organization)

5. 30 Years

(Duration: Year limited liability company will cease to exist or "perpetual")

6. \_\_\_\_\_

(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. Carrera 10 # 134-07 office 207 Bogotá, Colombia

(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:

Sergio Ignacio Rojas Pulido - Carrera 10 # 134-07 Office 207 Bogotá, Colombia

Vivian Andrea Rojas Pulido - Carrera 10 # 134-07 Office 207 Bogotá, Colombia

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: International Commerce  
between United States of America and Colombia

  
\_\_\_\_\_  
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Sergio Ignacio Rojas Pulido

Typed or printed name of signee

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 11 OCT 20 PM 1:23  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Intertrade Colombia Group SAS LLC

If unavailable, the alternate to be used in the state of Florida is:

Intercol Group SAS LLC

2. The name and the Florida street address of the registered agent and office are:

Miguel Fernando Muñoz

(Name)

146 Woodbridge Cir

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

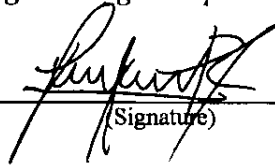
Daytona Beach

FL 32119

City/State/Zip

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.*

  
\_\_\_\_\_  
(Signature)

**\$ 100.00 Filing Fee for Application**  
**\$ 25.00 Designation of Registered Agent**  
**\$ 30.00 Certified Copy (optional)**  
**\$ 5.00 Certificate of Status (optional)**



\*01\*



\* 1 1 0 0 4 2 7 1 6 \*

CAMARA DE COMERCIO DE BOGOTA

SEDE CEDRITOS

8 DE SEPTIEMBRE DE 2011 HORA 13:45:44

R032517268

PAGINA: 1 de 2

\*\*\*\*\*

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

CERTIFICA:

NOMBRE : INTERTRADE COLOMBIA GROUP S A S SIGLA INTERCOL GROUP SAS SIGLA : INTERCOL GROUP SAS N.I.T. : 800097652-0 DOMICILIO : BOGOTA D.C.

CERTIFICA:

MATRICULA NO: 00412392 DEL 12 DE JUNIO DE 1990

CERTIFICA:

DIRECCION DE NOTIFICACION JUDICIAL : CRA 10 NO. 134-07 OFC 207 MUNICIPIO : BOGOTA D.C. EMAIL DE NOTIFICACION JUDICIAL : sergio.rojas@intercolgroupsas.com DIRECCION COMERCIAL : CRA 10 NO. 134-07 OFC 207 MUNICIPIO : BOGOTA D.C. EMAIL COMERCIAL : sergio.rojas@intercolgroupsas.com

CERTIFICA:

CONSTITUCION: ESCRITURA PUBLICA NO. 1.173 NOTARIA 34 DE BOGOTA -- DEL 18 DE MAYO DE 1.990, INSCRITA EL 12 DE JUNIO DE 1.990, BAJO - EL NO. 296.753 DEL LIBRO IX, SE CONSTITUYO LA SOCIEDAD, COMERCIAL DENOMINADA: "ROJAS PULIDO Y CIA. LTDA"

CERTIFICA:

QUE POR ACTA NO. 20 DE LA JUNTA DE SOCIOS, DEL 30 DE MARZO DE 2010, INSCRITA EL 20 DE ENERO DE 2011 BAJO EL NUMERO 01446205 DEL LIBRO IX, LA SOCIEDAD DE LA REFERENCIA CAMBIO SU NOMBRE DE: ROJAS PULIDO Y CIA LTDA EN LIQUIDACION, POR EL DE: INTERTRADE COLOMBIA GROUP S A S SIGLA INTERCOL GROUP SAS

CERTIFICA:

QUE POR ACTA NO. 20 DE LA JUNTA DE SOCIOS, DEL 30 DE MARZO DE 2010, INSCRITA EL 20 DE ENERO DE 2011 BAJO EL NUMERO 01446205 DEL LIBRO IX, LA SOCIEDAD DE LA REFERENCIA SE TRANSFORMO DE SOCIEDAD LIMITADA A SOCIEDAD POR ACCIONES SIMPLIFICADA BAJO EL NOMBRE DE: INTERTRADE COLOMBIA GROUP S A S SIGLA INTERCOL GROUP SAS

CERTIFICA:

REFORMAS: E.P. NO. FECHA NOTARIA CIUDAD FECHA NO. INSC. 12002010/03/30 0000 BOGOTA D.C. 2011/01/20 01446205

CERTIFICA:

VIGENCIA: QUE EL TERMINO DE DURACION DE LA SOCIEDAD ES INDEFINIDO

CERTIFICA:

OBJETO SOCIAL: LA SOCIEDAD TENDRA POR OBJETO PRINCIPAL LA IMPORTACION Y/O EXPORTACION DE CUALQUIER TIPO DE MERCANCIA, PARA SU POSTERIOR DISTRIBUCION Y/O COMERCIALIZACION AL POR MAYOR Y/O AL DETAL, EN EL

FILED 11 OCT 20 PM 4:23 SECRETARY OF STATE TALLAHASSEE FLORIDA

PAÍS O EN EXTERIOR. ADICIONALMENTE LA PRESTACIÓN DE SERVICIOS PROFESIONALES EN CONSULTORÍA. ADMINISTRACIÓN. ASESORÍAS FINANCIERAS PARA EL SECTOR INDUSTRIAL, INSTITUCIONAL Y REAL EN GENERAL. ADQUISICIÓN DE BIENES INMUEBLES Y MUEBLES. PARA LA CONSTRUCCIÓN DE EDIFICACIONES. PARA LA VENTA POR EL SISTEMA DE PROPIEDAD HORIZONTAL, PARA ESTO PODRÁ ADQUIRIR, USUFRUCTUAR, GRAVAR O LIMITAR, DAR O TOMAR EN ARRENDAMIENTO O A OTRO TÍTULO DE CLASE DE BIENES E INMUEBLES. ASÍ COMO LA PRODUCCIÓN, DISTRIBUCIÓN Y COMERCIALIZACIÓN DE PRODUCTOS AGRÍCOLAS. Y EL DESARROLLO DE PROYECTOS PARA LA PRESTACIÓN DE SERVICIOS TURÍSTICOS Y DE ENTRETENIMIENTO. PARA CUMPLIR CON SU OBJETO SOCIAL PODRÁ EJECUTAR LA OPERACIÓN DE MANERA DIRECTA, PARTICIPAR EN LICITACIONES PUBLICAS Y PRIVADAS O ASOCIARSE EN UNIONES TEMPORALES, CONSORCIOS, ALIANZAS ESTRATÉGICAS, DE ACUERDO A LA LEY Y CON FINES COMERCIALES. Y DE LUCRO CON EMPRESAS NACIONALES Y EXTRANJERAS, COMPRA, VENDER O PERMUTAR BIENES MUEBLES O INMUEBLES, INVERTIR CAPITAL EN ACCIONES, BONOS, TÍTULOS VALORES, CELEBRAR CONTRATOS DE MANDATO COMERCIAL. CELEBRAR CONTRATOS CON PERSONAS JURÍDICAS, NATURALES DE DERECHO PÚBLICO O PRIVADO, CONTRATOS DE MUTUO, CONSTITUIR GARANTÍAS PERSONALES, HIPOTECARIAS, GIRAR, ENDOSAR, DESCONTAR INSTRUMENTOS NEGOCIABLES, ADQUIRIR Y NEGOCIAR CRÉDITOS DE CUALQUIER ÍNDOLE, EN MONEDA NACIONAL O EXTRANJERA, DENTRO O FUERA DEL PAÍS, COMERCIALIZAR, IMPORTAR, EXPORTAR, REPRESENTAR, ASESORAR, COMPRAR, VENDER, GRAVAR, ARRENDAR, ENAJENAR, BIENES MUEBLES E INMUEBLES, REALIZAR CUALQUIER TIPO DE OPERACIONES EN MONEDA NACIONAL O EXTRANJERA, EN GENERAL CELEBRAR TODA CLASE DE ACTOS Y CONTRATOS AJUSTADOS AL DERECHO Y RELACIONADOS CON EL OBJETO PRINCIPAL DE LA SOCIEDAD. ASÍ MISMO, PODRÁ REALIZAR CUALQUIER OTRA ACTIVIDAD ECONÓMICA LÍCITA TANTO EN COLOMBIA COMO EN EL EXTRANJERO. LA SOCIEDAD PODRÁ LLEVAR A CABO. EN GENERAL, TODAS LAS OPERACIONES, DE CUALQUIER NATURALEZA QUE ELAS FUEREN, RELACIONADAS CON EL OBJETO MENCIONADO. ASÍ COMO OTRAS ACTIVIDADES SIMILARES. CONEXAS O COMPLEMENTARIAS O QUE PERMITAN FACILITAR O DESARROLLAR EL COMERCIO O LA INDUSTRIA.

CERTIFICA:

**CAPITAL:**  
**\*\* CAPITAL AUTORIZADO \*\***  
 VALOR : \$100,000,000.00  
 NO. DE ACCIONES : 1,000.00  
 VALOR NOMINAL : \$100,000.00

**\*\* CAPITAL SUSCRITO \*\***  
 VALOR : \$46,000,000.00  
 NO. DE ACCIONES : 460.00  
 VALOR NOMINAL : \$100,000.00

**\*\* CAPITAL PAGADO \*\***  
 VALOR : \$46,000,000.00  
 NO. DE ACCIONES : 460.00  
 VALOR NOMINAL : \$100,000.00

CERTIFICA:

REPRESENTACION LEGAL: LA REPRESENTACIÓN LEGAL DE LA SOCIEDAD POR ACCIONES SIMPLIFICADA ESTARÁ A CARGO DE UNA PERSONA NATURAL O JURÍDICA, ACCIONISTA O NO, QUIEN TENDRÁ SUPLENTES.

CERTIFICA:

**\*\* NOMBRAMIENTOS \*\***

QUE POR ACTA NO. 20 DE JUNTA DE SOCIOS DEL 30 DE MARZO DE 2010, INSCRITA EL 20 DE ENERO DE 2011 BAJO EL NUMERO 01446205 DEL LIBRO IX,



CAMARA DE COMERCIO DE BOGOTA

SEDE CEDRITOS

8 DE SEPTIEMBRE DE 2011

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PAGINA: 2 de 2

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SECRETARÍA DE ESTADO  
TALLERES DE FLORIDA

\* \* \* \* \*

FUE (RON) NOMBRADO (S):

NOMBRE	IDENTIFICACION
REPRESENTANTE LEGAL ROJAS PULIDO SERGIO IGNACIO	C.C. 000000080873061
REPRESENTANTE LEGAL SUPLENTE ROJAS PULIDO VIVIAN ANDREA	C.C. 000000052454982

CERTIFICA:

FACULTADES DEL REPRESENTANTE LEGAL: LA SOCIEDAD SERÁ GERENCIALA, ADMINISTRADA Y REPRESENTADA LEGALMENTE ANTE TERCEROS POR EL REPRESENTANTE LEGAL, QUIEN NO TENDRÁ RESTRICCIONES DE CONTRATACIÓN POR RAZÓN DE LA NATURALEZA NI DE LA CUANTÍA DE LOS ACTOS QUE CELEBRE. POR LO TANTO SE ENTENDERÁ QUE EL REPRESENTANTE LEGAL PODRÁ CELEBRAR O EJECUTAR TODOS LOS ACTOS Y CONTRATOS COMPRENDIDOS EN EL OBJETO SOCIAL O QUE SE RELACIONEN DIRECTAMENTE CON LA EXISTENCIA Y EL FUNCIONAMIENTO DE LA SOCIEDAD. EL REPRESENTANTE LEGAL SE ENTENDERÁ INVESTIDO DE LOS MÁS AMPLIOS PODERES PARA ACTUAR EN TODAS LAS CIRCUNSTANCIAS EN NOMBRE DE LA SOCIEDAD, CON EXCEPCIÓN DE AQUELLAS FACULTADES QUE, DE ACUERDO CON LOS ESTATUTOS, SE HUBIEREN RESERVADO LOS ACCIONISTAS. EN LAS RELACIONES FRENTE A TERCEROS, LA SOCIEDAD QUEDARÁ OBLIGADA POR LOS ACTOS Y CONTRATOS CELEBRADOS POR EL REPRESENTANTE LEGAL. LE ESTÁ PROHIBIDO AL REPRESENTANTE LEGAL Y A LOS DEMÁS ADMINISTRADORES DE LA SOCIEDAD, POR SÍ O POR INTERPUESTA PERSONA, OBTENER BAJO CUALQUIER FORMA O MODALIDAD JURÍDICA PRÉSTAMOS POR PARTE DE LA SOCIEDAD U OBTENER DE PARTE DE LA SOCIEDAD AVAL, FIANZA O CUALQUIER OTRO TIPO DE GARANTÍA DE SUS OBLIGACIONES PERSONALES.

CERTIFICA:

DE CONFORMIDAD CON LO ESTABLECIDO POR LA LEY 962 DE 2005, LOS ACTOS DE REGISTRO AQUI CERTIFICADOS QUEDAN EN FIRME CINCO (5) DIAS HÁBILES DESPUES DE LA FECHA DE INSCRIPCIÓN, SIEMPRE QUE NO SEAN OBJETO DE RECURSOS EN LA VIA GUBERNATIVA.

\* \* \* EL PRESENTE CERTIFICADO NO CONSTITUYE PERMISO DE \* \* \*  
\* \* \* FUNCIONAMIENTO EN NINGUN CASO \* \* \*

SEÑOR EMPRESARIO, SI SU EMPRESA TIENE ACTIVOS INFERIORES A 30.000 SMLMV Y UNA PLANTA DE PERSONAL DE MENOS DE 200 TRABAJADORES, USTED TIENE DERECHO A RECIBIR UN DESCUENTO EN EL PAGO DE LOS PARAFISCALES DE 75% EN EL PRIMER AÑO DE CONSTITUCION DE SU EMPRESA, DE 50% EN EL SEGUNDO AÑO Y DE 25% EN EL TERCER AÑO. LEY 590 DE 2000 Y DECRETO 525 DE 2009.

RECUERDE INGRESAR A [www.supersociedades.gov.co](http://www.supersociedades.gov.co) PARA VERIFICAR SI SU EMPRESA ESTA OBLIGADA A REMITIR ESTADOS FINANCIEROS. EVITE SANCIONES.

EL SECRETARIO DE LA CAMARA DE COMERCIO,

SECRETARÍA DE ESTADO TALLERES DE FLORIDA

5

VALOR : \$ 3,700.

DE CONFORMIDAD CON EL DECRETO 2150 DE 1995 Y LA AUTORIZACION IMPARTIDA POR LA SUPERINTENDENCIA DE INDUSTRIA Y COMERCIO, MEDIANTE EL OFICIO DEL 18 DE NOVIEMBRE DE 1996, LA FIRMA MECANICA QUE APARECE A CONTINUACION TIENE PLENA VALIDEZ PARA TODOS LOS EFECTOS LEGALES.



**SUPERINTENDENCIA DE INDUSTRIA Y COMERCIO**  
**LA SECRETARIA GENERAL AD HOC**  
**CERTIFICA**

Que la firma estampada en este documento coincide con la registrada en este despacho; correspondiente a **NESTOR ALFONSO MUÑOZ RIVEROS**



**SANDRA ELIZABETH TOVAR GUERRERO**





**REPUBLICA DE COLOMBIA**  
MINISTERIO DE RELACIONES EXTERIORES

**APOSTILLE**

(Convention de La Haye du 5 Octobre 1961)

**Pais:** REPUBLICA DE COLOMBIA  
(Country: - Pays:)

**El presente documento público:**  
(This public document - Le présent acte public)

**Ha sido firmado por:** TOVAR GUERRERO SANDRA ELISABETH  
(Has been signed by: - A été signé par:)

**Actuando en calidad de:** TECNICO ADMINISTRATIVO  
(Acting in the capacity of: - Agissant en qualité de:)

**Lleva el sello/stampilla de:** SUPERINTENDENCIA DE INDUSTRIA Y COMERCIO  
(Bears the seal/stamp of: - Est revêtu du sceau de / timbre de:)

**Certificado**  
(Certified - Attesté)

**En:** BOGOTA D.C  
(At:)

**EI:** 9/14/2011 15:57:35 P  
(On: - Le:)

**Por:** APOSTILLA  
(By: The Ministry of Foreign Affairs of Colombia - Par: Ministère des Affaires Étrangères de la Colombie)

**No:** ALJO155730870  
(Under)Number: - Sous le numéro:)

**Digitally Signed by:**  
Ministerio de Relaciones Exteriores de Colombia  
DIANA MILENA ATEHORTUA BUENO  
Reason: DOCUMENT AUTHENTICITY  
BOGOTA - COLOMBIA

**Firma:** (Signature:)

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STATE  
TALLAHASSEE, FLORIDA

**Nombre del Titular:** INTERTRADE COLOMBIA GROUP S A  
(Name of the holder of document: - Nom du titulaire:)

**Tipo de documento:** CERTIFICADO DE EXISTENCIA Y REPRES. LEGAL  
(Type of document: - Type du document:)

**Número de hojas apostilladas:** 2  
(Number of pages: - Nombre de pages:)

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La autenticidad de esta apostilla puede ser verificada en el Registro Electrónico que se encuentra en la siguiente página web:  
The authenticity of this Apostille may be verified by accessing the e-Register on the following web site:  
L'authenticité de cette Apostille peut être vérifiée en accédant l'e-Registre sur le site web suivant:

[www.cancilleria.gov.co/apostilla](http://www.cancilleria.gov.co/apostilla)

Sworn Translation of a document written in Spanish

CHAMBER OF COMMERCE OF BOGOTÁ  
CEDRITOS OFFICE

September 8, 2011 Time 13:45:44  
RO32517268

CERTIFICATE OF INCORPORATION AND LEGAL REPRESENTATION AND DOCUMENT  
REGISTRATION

THE CHAMBER OF COMMERCE OF BOGOTÁ, BASED ON THE REGISTRATIONS MADE AT  
THE REGISTRY OF COMMERCIAL CONCERNS

DOES HEREBY CERTIFY:

TRADE NAME: INTERTRADE COLOMBIA GROUP S.A.S  
ABBREVIATION: INTERCOL GROUP SAS  
TAX IDENTIFICATION NUMBER: 800097652-0  
DOMICILE: BOGOTÁ

DOES HEREBY CERTIFY:

Registration Number 00412392 of June 12, 1990

DOES HEREBY CERTIFY:

ADDRESS FOR LEGAL NOTICES: CRA. 10 NO. 134-07 OF. 207  
CITY: BOGOTÁ D.C.  
E MAIL FOR LEGAL NOTICES: [sergio.rojas@intercolgroupsas.com](mailto:sergio.rojas@intercolgroupsas.com)  
COMMERCIAL ADDRESS: CRA. 10 NO. 134-07 OF. 207  
CITY: BOGOTÁ D.C.  
COMMERCIAL E MAIL: [sergio.rojas@intercolgroupsas.com](mailto:sergio.rojas@intercolgroupsas.com)

DOES HEREBY CERTIFY:

INCORPORATION: That pursuant to Public Deed Number 1.173 filed at Notary  
Public's Office 34 of Bogotá on May 18, 1990, registered on June 12, 1990 under  
number 296.753 of Book IX the commercial company called Rojas Pulido y Cia.  
Ltda. was incorporated.

DOES HEREBY CERTIFY:

That pursuant to Minutes No. 20 of the Stockholders' Meeting dated March 30, 2010  
registered on January 20, 2011 under number 01446205 of Book IX, the  
aforementioned company changed its trade name from Rojas Pulido y Cia. Ltda  
en Liquidation for the trade name INTERTRADE COLOMBIA GROUP S.A.S. -  
ABBREVIATION INTERCOL GROUP SAS.

SANDRA CONVERS P  
TRADUCTORA OFICIAL  
RES. 219 MINJUSTICIA

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TALLAHASSEE, FLORIDA

DOES HEREBY CERTIFY:

That pursuant to Minutes No. 20 of the Stockholders' Meeting dated March 30, 2010 registered on January 20, 2011 under number 01446205 of Book IX, the aforementioned was transformed from a Limited Liability Company into a Simplified Stock Company under the trade name INTERTRADE COLOMBIA GROUP S.A.S. - ABBREVIATION INTERCOL GROUP SAS.

DOES HEREBY CERTIFY:

Amendments

Public Deed	Date	Office	City	Date	Registration
20 2010/	/30	000	Bogotá	2011/01/20	01446205

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OCT 20 PM 4:23

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DOES HEREBY CERTIFY:

Term: The term of the company is indefinite.

DOES HEREBY CERTIFY:

Corporate Purpose: The main corporate purpose of the company is to import into the country and export abroad. In addition to its main corporate purpose the company's purpose is to render administration and financial consultancy professional services for the industrial, institutional and real estate sectors and in general, to purchase real estate and chattels. To work in construction projects. To sell condominiums. For this purpose, the company can purchase, usufruct, lien or limit, rent or lease all types of real estate and chattels. The company can also work in the production, distribution and marketing of agricultural products and in the development of projects to render tourist services. In order to meet its corporate purpose, the company will be able to carry out its operations either directly or indirectly and it can take part in public and private bids or become a party in mergers, consortiums, strategic alliances according to the law for commercial and profit purposes, with domestic and foreign companies. It can also purchase, sell, barter real estate or chattels, invest capital in stock, bonds, securities enter into public or private contracts with judicial and individual persons or enter into mutual fund loans, constitute guarantees both personal and mortgage, draw, endorse and discount marketable securities, and it can purchase and negotiate credits of any kind, import, export, represent, advise, purchase, sell, lien, lease, dispose of real estate and chattels and carry out operations in Colombian currency or in foreign, within our outside the country; the company can also market, import, export, represent, advise, purchase, sell, lien, rent, dispose of, real estate or chattels and can carry out any type of operations in domestic or foreign currency in general, and can enter into all types of actions and contracts according to the law and related to the main corporate purpose of the company and to conduct any other economic activity legal in Colombia or abroad. The company can carry out in general, all operations of any nature,

SANDRA CONVERS F  
TRADUCTORA OFICIAL  
RES. 219 MINJUSTICIA

related to the aforementioned corporate purpose as well as other similar or related or supplementary activities to facilitate commercial or industrial work.

DOES HEREBY CERTIFY:

**Capital Stock**

**Authorized Capital**

Value	\$100.000.000.00
Number of Stock	1.000.00
Nominal Value	\$100.000.00

**Capital Subscribed**

Value	\$46.000.000.00
Number of Stock	\$460.00
Nominal Value	\$100.000.00

**Capital Paid**

Value	\$46.000.000.00
Number of Stock	\$460.00
Nominal Value	\$100.000.00

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TALLAHASSEE, FLORIDA

DOES HEREBY CERTIFY:

Legal Representation: The legal representation of the company shall be conducted by an individual or juristic person, either stockholder or not, who will have deputies.

DOES HEREBY CERTIFY:

Appointments

That pursuant to Minutes No. 20 of the Stockholders' Meeting of March 30, 2010 registered on January 20, 2011 under number 01446205 the following appointments were made

Name	Identification
<b>LEGAL REPRESENTATIVE</b> SERGIO IGNACIO ROJAS PULIDO	80873061
<b>DEPUTY LEGAL REPRESENTATIVE</b> VIVIAN ANDREA ROJAS PULIDO	52454982

DOES HEREBY CERTIFY:

That the authorities of the legal representative are: The company will be managed, administered and represented before third parties by the legal representative who shall not have contracting restrictions as to the nature or amount of the actions conducted and therefore it is understood that the legal representative can enter into all the actions and contracts included in the corporate purpose or directly related to the existence and operation of the company. The legal representative will have the widest powers to act under all circumstances on behalf of the company, except for the case in which the

*Sandra Convers*  
SANDRA CONVERS F  
TRADUCTORA OFICIAL  
RES. 219 MINJUSTIC A

authorities, according to the by laws, the duties are reserved to the stockholders, and concerning relations with third parties. The company will be obliged by the actions and contracts executed by the legal representative and the other managers of the company on their own or through third parties, and will get loans on behalf of the company and will be able to obtain guarantees of any kinds for his personal obligations.

**DOES HEREBY CERTIFY:**

Pursuant to the provisions of Law 692 of 2005 actions herein registered and certified are definite five (5) working days after publication of the registration bulletin of the corresponding registration, provided that no remedy of appeal is filed against them.

This certificate is not an operation license.

If your company has assets under 30.000 minimum monthly salaries and a staff of less than 200 workers you have the right to receive a discount in the payment of additional bonuses of 75% during the first years and of 50% during the second year and 25% during the third year. Law 590 of 2000 and decree 525 of 2009.

Remember to visit [www.supersociedades.gov.co](http://www.supersociedades.gov.co) to verify if the company is obliged to send financial statements. Prevent penalties.

The Secretary of the Chamber of Commerce  
Value \$3.700

Pursuant to Decree 2150 of 1995, and the authority issued by the Industry and Commerce Superintendency, in Notice of November 18<sup>th</sup>, 1996, the facsimile signature affixed hereunder is valid for all legal purposes.


SUPERINTENDENCE OF INDUSTRY AND COMMERCE  
Secretary General  
DOES HEREBY CERTIFY:

That the signature affixed to this document coincides with the signature of this office corresponding to Nestor Alfonso Muñoz Riveros  
Signed: (illegible signature)  
Sandra Elizabeth Tovar Guerrero

FILLASSEE, FIDRIDA  
1 OCT 20 PM 4:23  
SECRETARÍA DE INDUSTRIA Y COMERCIO

**APOSTILLE NO. ALJO155730870**

**Certified to be a true translation made by Sandra Convers, sworn translator pursuant to Resolution No. 219 issued by the Ministry of Justice of Colombia. Bogotá, D.C., August 11, 2009**

  
**SANDRA CONVERS P**  
TRADUCTORA OFICIAL  
REG. 219 MINJUSTICIA



**REPUBLICA DE COLOMBIA**  
MINISTERIO DE RELACIONES EXTERIORES

**APOSTILLE**

(Convention de La Haye du 5 Octobre 1961)

**Pais** REPUBLICA DE COLOMBIA  
(Country: - Pays:)

**El presente documento público**  
(This public document - Le présent acte public)

**Ha sido firmado por:** CONVERS SANDRA  
(Has been signed by: - A été signé par:)

**Actuando en calidad de:** TRADUCTOR OFICIAL  
(Acting in the capacity of: - Agissant en qualité de:)

**Lleva el sello/estampilla de:** TRADUCTOR E INTERPRETE OFICIAL  
(Bears the seal/stamp of: - Est revêtu du sceau de / timbre de:)

**Certificado**  
(Certified - Attesté)

**En:** BOGOTA D.C  
(At:)

**El:** 9/20/2011 10:25:46 A  
(On: - Le:)

**Por:** APOSTILLA  
(By: The Ministry of Foreign Affairs of Colombia - Par: Ministère des Affaires Étrangères de la Colombie)

**No:** ALJU102547114  
(Under Number: - Sous le numéro:)

**Digitally Signed by:**  
Ministerio de Relaciones Exteriores de Colombia  
DIANA MILENA ATEHORTUA BUENO  
Reason: DOCUMENT AUTHENTICITY  
BOGOTA - COLOMBIA

**Firma:** (Signature:)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11 OCT 20 PM 4:23

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(Name of the holder of document: - Nom du titulaire:)

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 5, 2011

SERGIO IGNACIO ROJAS PULIDO  
146 WOODBRIDGE CIR  
DAYTONA BEACH, FL 32119

SUBJECT: INTERTRADE COLOMBIA GROUP SAS LLC  
Ref. Number: W11000051432

We have received your document for INTERTRADE COLOMBIA GROUP SAS LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The certificate of existence must be issued within the last 90 days by the Secretary of State which has custody of the records in the jurisdiction under the laws of which the above listed entity is incorporated/organized.

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) 245-6028.

Barbara Bostick  
Regulatory Specialist II

Letter Number: 711A00022952