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 Florida Department of State
 Division of Corporations
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To:

Division of Corporations
 Fax Number : (850) 617-6383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
 Account Number : 072450003255
 Phone : (305) 634-3694
 Fax Number : (305) 633-9696

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**Foreign Limited Liability Company
 SOUTHAMPTON N.V., A LIMITED LIABILITY COMPANY**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Southampton N.V., a Limited Liability Company
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:

Carlos Garcia

Name of Person

Carlos Garcia, P.A.

Firm/Company

500 South Dixie Hwy, Suite 202

Address

Coral Gables, FL, 33146

City/State and Zip Code

carlos@cgpaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Cristina Garcia

Name of Person

305

at

779-2479

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

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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

1. Southampton N.V., a Limited Liability Company

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "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. Curacao

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

3. 13-3102897

(FEI number, if applicable)

4. 09/26/1975

(Date of Organization)

5. Perpetual

(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. Kaya W.F.G. (Jombi) Mensing 14, 2nd Floor, Curacao

(Street Address of Principal Office)

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

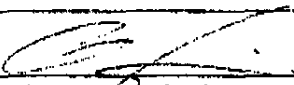
9. The name and usual business addresses of the managing members or managers are as follows:

Administrative Directors Ltd. Lyford Manor, West Bay Street P.O. Box N-4918, Nassau, Bahamas

Administrative Managers Limited Lyford Cay, West Bay Street, P.O. Box N-4918, Nassau, Bahamas

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: Ownership/rental of property


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.)

Carlos Garcia

Typed or printed name of signee

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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:

Southampton N.V., a Limited Liability Company

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

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

Carlos Garcia

(Name)

500 South Dixie Hwy, Suite 202

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

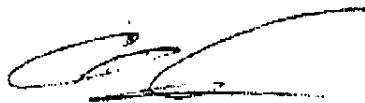
Coral Gables

FL

33146

City/State/Zip

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)

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Burgers & Fung-A-Loi
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NOTARISSEN
mr. H.Th.M. Burgers
mr. mr. F.J. Cloose - Fung-A-Loi

KANDIDAAT-NOTARISSEN
mr. mr. M.A. Barends
mr. mr. M.E. Somandur
mr. mr. M.A.M. Ricardo

LEGAL ASSISTANTS
mr. C.M.J. Josefa
mr. A.M.A. Strick
mr. S.R.F. Lugo - Sint Jago

CERTIFICATE OF LEGAL EXISTENCE

The undersigned:

Henri Th.M. Burgers, LL.M., a civil law notary, officiating in Curaçao, herewith certifies:

that **Southampton N.V.**, a limited liability company, established in Curaçao, hereinafter referred to as the "Company", has been duly incorporated by notarial deed, executed on September 28, 1975;

that the Company has been duly incorporated, is legally existing under the laws of Curaçao, has never been declared bankrupt, and the Company has the power to transact any business within the limits of the corporate purposes as set forth in article 2 of its articles of incorporation;

that the articles of incorporation have been amended lastly on August 13, 1986;

that according to information received from the Commercial Register at the Chamber of Commerce and Industry in Curaçao:

(i) the registered office of the Company is at Kaya W.F.G. (Jombi) Mensing 14, 2nd Floor, Curaçao; and

(ii) the managing directors of the Company are:

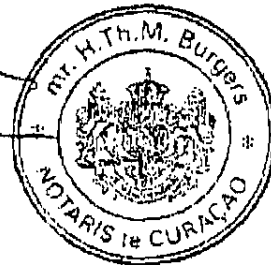
Administrative Directors Ltd.
Administrative Managers Limited

(iii) the proxy holder of the Company is:

Intertrust (Curaçao) B.V., with the title of Local Representative.

In witness whereof the undersigned has set his hand hereunto after having affixed the official seal of office on this June 27, 2013

Henri Th.M. Burgers, LL.M.



Notarissen 52 Curaçao
T +599 840 7777 T +599 737 0677 F +599 737 0677
info@burgersfungalo.com www.burgersfungalo.com

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