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TALLAHASSEE, FLORIDA

DEC 1 5 2014

T. BROWN

COVER LETTER

TO: **Registration Section**
Division of Corporations

SUBJECT: CINE TECNICO, 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:

Charles S. Dale
Name of Person

Charles S. Dale, P.A.
Firm/Company

414 NE 4 Street
Address

Ft. Lauderdale FL 33301
City/State and Zip Code

cdale@Lawyerdale.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Charles S. Dale	at (954)	462-7472
Name of Contact 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

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

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. CINE TÉCNICO, S.L. LLC
(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. The alternate name must include "Limited Liability Company," "L.L.C," or "LLC.")

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

3. _______________
(FEI number, if applicable)

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TALLAHASSEE, FLORIDA

4. 6-26-2014
(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. 10888 Avenida Santa Ana
Boca Raton, FL 33498
(Street Address of Principal Office)

6. SAME AS ABOVE
(Mailing Address)

7. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

Jose Manuel Castedo Perales
MANAGER
10888 Avenida Santa Ana, Boca Raton FL 33498

8. 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)

____
Signature of an authorized person

(In accordance with section 605.0203, 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.)

Jose Manuel Castedo Perales
Typed or printed name of signee

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 605.0113 or 605.0902 (1)(d), 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:

CINE TÉCNICO, S.L. LLC

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TALLAHASSEE, FLORIDA

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:

Jose Manuel Castedo Perales
(Name)

10888 Avenida Santa Ana
Florida Street Address (P.O. Box NOT ACCEPTABLE)

Boca Raton FL 33498
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 605, 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)**

I, JUAN CARLOS CABALLERÍA GÓMEZ, Member of the Professional Association of Notaries of this capital city, having my residence herein, hereby

CERTIFY: That on behalf of the Company **"CINE TÉCNICO, S.L."**, having its registered office in San Sebastián de los Reyes (Madrid), at Avenida Montes de Oca number 19, industrial premise 15, incorporated in perpetuity as a public limited company, by virtue of the deed legalized by me, on 21 December 1988, under protocol number 7,083, and transformed into a private limited company by another deed legalized by me, on 20 October 1992, under protocol number 2,697, with the deed of transformation being recorded in the Madrid Companies Registry, in volume 5,012, folio 165, section 8, page M-82,287, 1st entry, and having Spanish Corporate Tax ID number B-72/964.756, the following documents have been shown to me in order that I may issue a **CERTIFIED SUMMARY** thereof:

1.- Engrossment of the deed of incorporation of the Company **"CINE TÉCNICO, S.A."**, legalized by me on 21 December

PRÍNCIPE DE VERGARA 13, 1º E - 28001 MADRID
CARMEN SUÁREZ COTARELO
Traductor e Intérprete Jurado
INGLÉS, FRANCÉS, ITALIANO
TEL.-FAX: 91.426.28.34

1988, under protocol number 7,083, recorded in the Madrid Companies Registry in general volume 9259, in 8047 of Companies Book section 3, folio 119, Page 86412/2, 1st entry.

2.- Engrossment of the deed of transformation of the public limited company into a private limited company, legalized by me on 20 October 1992, under protocol number 2,697, with the deed of transformation being recorded in the Madrid Companies Registry, in volume 5,012, folio 165, section 8, page M-82,287, 1st entry.

3.- Engrossment of the deed of Assignment of Corporate Equity Participations legalized by me on 7 November 1994, under number 2,790 of my protocol.

4.- Engrossment of the deed of Assignment of Corporate Equity Participations legalized by me on 27 September 1995, under number 2,406 of my protocol.

5.- And engrossment of the Deed of Authentication of Corporate Resolutions, in relation to the Reelection of Sole Director and Adaptation of the Articles of Association

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CARMEN SUÁREZ COTARELO
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Jurado
INGLÉS, FRANCÉS, ITALIANO
TEL.-FAX.: 91.426.28.34

to the Private Limited Companies Act, executed before me by the Company **"CINE TÉCNICO, S.L."**, on 20 October 1997, under number 3,132 of my protocol, recorded in the Madrid Companies Registry, in volume 5,012, folio 175, section 8, page M-82,287, 2nd entry.

That said engrossments, duly recorded in the Companies Registry of Madrid (Spain), (those which were required to be so recorded), show the following:

a) That **MR. JOSÉ MANUEL CASTEDO PERALES**, of full legal age, having Spanish nationality, with Spanish ID Card number 51.176.836-L, holds the absolute majority of corporate equity participations of the company **"CINE TÉCNICO, S.L."**, and consequently holds the control over the resolutions of said company, and over the management of said company, as **SOLE DIRECTOR** thereof.

b) The equity of the company is represented by 1,000 corporate equity particip

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TEL.-FAX: 91.425.28.34

participations, of which:

MR. JOSÉ MANUEL CASTEDO PERALES holds 546 participations, which represent 54.6% of the total.

MS. CONSUELO RAMIREZ SAIZ holds 304 participations, which represent 30.4% of the total.

And **MR. JAVIER ARIAS REDONDO** holds 150 participations, which represent 15% of the total.

c) And that according to the Deed of Authentication of Corporate Resolutions in relation to the Reelection of Sole Director and Adaptation of the Articles of Association to the Private Limited Companies Act, mentioned above, **MR. JOSÉ MANUEL CASTEDO PERALES**, having Spanish ID Card number 51.176.836-L, was appointed as **SOLE DIRECTOR, FOR AN INDEFINITE PERIOD OF TIME**, a position which he continues to hold, as he states to me.

And for the Company **"CINE TÉCNICO, S.L."**, I hereby issue this **CERTIFIED SUMMARY**, which is written on three sheets of officially stamped paper used for notarial documents, series BY, numbers 1468931 and the two preceding numbers in consecutive order, and I hereby ATTEST that the omitted parts do not

PRÍNCIPE DE VERGARA 13, 1º E - 28001 MADRID
CARMEN SUÁREZ COTARELO
Traductor e Intérprete Jurado
INGLÉS, FRANCÉS, ITALIANO
TEL.-FAX: 91 426.28.34

contain anything which might restrict, limit or condition what has been certified.

Done at Madrid, on the third of October two-thousand and fourteen.

[Illegible signature affixed]

[Seal affixed: European Notaries
General Council of Spanish Notaries
0188570766]

I, Carmen Suárez Cotarelo, Sworn Translator of English
Do HEREBY CERTIFY that the foregoing is a faithful, complete English translation of a document drafted in Spanish
In Madrid on 7 October 2014

Yo, Carmen Suárez Cotarelo, Intérprete Jurado,
CERTIFICO que la que antecede es traducción fiel y completa al inglés de un documento redactado en español.
En Madrid, a 07 de octubre de 2014

Carmen Suárez Cotarelo

PRINCIPE DE VERGARA 13, 1º E - 28001 MADRID
CARMEN SUÁREZ COTARELO
Traductor e Intérprete Jurado
INGLÉS, FRANCÉS, ITALIANO
TEL.-FAX.: 91.426.28.34

01/2014

TIMBRE DEL ESTADO

BY1468931

0,15 €

D. JUAN CARLOS CABALLERÍA GÓMEZ * NOTARIO - MADRID - NIHIL PRIUS FIDE

YO, JUAN CARLOS CABALLERÍA GÓMEZ, Notario del Ilustre Colegio de esta capital con residencia en la misma,—

DOY FE: De que por la Sociedad **"CINE TÉCNICO, S.L."**, domiciliada en San Sebastián de los Reyes (Madrid), Avenida Montes de Oca número 19, nave 15, constituida por tiempo indefinido con el carácter de anónima, en escritura autorizada por mí, el día 21 de Diciembre de 1.988, con el número 7.083 de orden de su protocolo, transformada en sociedad limitada por otra escritura autorizada por mí, el día 20 de Octubre de 1.992, número 2.697 de protocolo, inscrita la de transformación en el Registro Mercantil de Madrid, al tomo 5.012, folio 165, sección 8ª, Hoja M-82.287, inscripción 1ª, y con C.I.F. número B-72/964.756, se me exhiben, para **TESTIMONIAR EN RELACIÓN**, las siguientes escrituras:-

1.- Primera copia de la escritura de Constitución de la Sociedad **"CINE TÉCNICO, S.A."**

autorizada por mí, el día 21 de Diciembre de 1.988, con el número 7.083 de orden de su protocolo, inscrita en el Registro Mercantil de Madrid al tomo general 9259, 8047 de la sección 3ª del libro de sociedades, folio 119, Hoja 86412/2, inscripción 1ª.—

2.- Primera copia de la escritura de transformación de sociedad anónima a sociedad limitada autorizada por mí, el día 20 de Octubre de 1.992, número 2.697 de protocolo, inscrita la de transformación en el Registro Mercantil de Madrid, al tomo 5.012, folio 165, sección 8ª, Hoja M-82.287, inscripción 1ª.—

3.- Primera copia de la escritura de Cesión de Participaciones Sociales autorizada por mí, el día 07 de Noviembre de 1.994, bajo el número 2.790 de orden de mí protocolo.—

4.- Primera copia de la escritura de Cesión de Participaciones Sociales autorizada por mí, el día 27 de Septiembre de 1.995, bajo el número 2.406 de orden de mí protocolo.—

5.- Y Copia de la escritura de Protocolización de Acuerdos Sociales, Relativos a la Reelección de Administrador Único y Adaptación de Estatutos a la

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TIMBRE DEL ESTADO

Ley de Sociedades Limitadas, otorgada por la Sociedad "**CINE TECNICO, S.L.**" ante mí, el día 20 de Octubre de 1.997, bajo el número 3.132 de orden de mí protocolo, inscrita en el Registro Mercantil de Madrid al tomo 5.012, folio 175, sección 8ª, Hoja M-82.287, inscripción 2ª.————————————————

Que de dichas copias autorizadas y debidamente inscritas en el Registro Mercantil de Madrid (España), (las que así lo hayan requerido) que me han sido exhibidas se desprende lo siguiente:————

a) Que **DON JOSÉ MANUEL CASTEDO PERALES**, mayor de edad, de nacionalidad española, con D.N.I. número 51.176.836-L, es titular de la mayoría absoluta de las participaciones sociales de la mercantil "**CINE TÉCNICO, S.L.**", por lo que tiene el control sobre los acuerdos de la misma y de la gestion de la sociedad, como **ADMINISTRADOR ÚNICO** de la misma.————————————————

b) El capital social de la sociedad está representado por 1.000 participaciones sociales de las que:---

DON JOSE MANUEL CASTEDO PERALES es titular de 546 participaciones, lo que representa el 54,6% de las mismas.- ---

DOÑA CONSUELO RAMIREZ SAIZ es titular de 304 participaciones, lo que representa el 30,4% de las mismas.---

Y **DON JAVIER ARIAS REDONDO** es titular de 150 participaciones, lo que representa el 15% de las mismas.---

c) Y que según la escritura de Protocolización de Acuerdos Sociales, Relativos a la Reelección de Administrador Único y Adaptación de Estatutos a la Ley de Sociedades Limitadas antes reseñada **DON JOSÉ MANUEL CASTEDO PERALES**, con D.N.I. número 51.176.836-L, fue nombrado **ADMINISTRADOR ÚNICO, POR TIEMPO INDEFINIDO**, cargo que actual ostenta, según manifiesta.---

Y para la Sociedad "**CINE TÉCNICO, S.L.**" expido este **TESTIMONIO EN RELACIÓN** que queda extendido en tres folios de papel timbrado del Estado para documentos notariales, serie BY, números 1468931 y los dos anteriores en orden correlativo, dando FE de que en lo omitido no hay nada que restrinja,

TIMBRE DEL ESTADO

0,15 €

BY1468929

limite o condicione lo testimoniado.——————————

Madrid a tres de Octubre de dos mil catorce.——

FE PÚBLICA NOTARIAL

CONSEJO GENERAL DEL NOTARIADO ESPAÑOL

NOTARIADO EUROPA

NIHIL PRIUS FIDE

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