

F04000002920

00789-00505-00071

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status 1

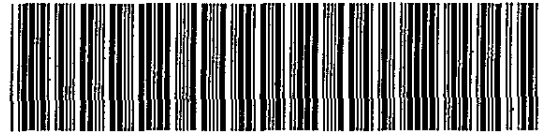
Special Instructions to Filing Officer:

5/17 FPC

WS

Office Use Only

W04-19992



800036251368

MJH

05/17/04--01013--004 **78.75

FILED
04 MAY 17 PM 4:06

TRANSMITTAL LETTER

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

****VIA EXPRESS MAIL****
ER 956648728 US

SUBJECT: LA BODEGA LATINA Sarl

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence" with translation and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence to the following:

Angie Padin, Esq.
Padin Law Offices, P.A.
1000 Ponce de Leon Boulevard, Suite 307
Coral Gables
Florida, Florida 33134

For further information concerning this matter, please call Angie Padin, Padin Law Offices, P.A. at (305) 447-3999.

Enclosed is a check payable to Division of Corporations for the following amount:

\$78.75 for Filing Fee & Certificate of Status

**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. Name of corporation: LA BODEGA LATINA Sarl
2. State or country under the law of which it is incorporated: Switzerland
3. FEI number, if applicable: N/A
4. Date of incorporation: February 25, 1999
5. Duration: perpetual
6. Date first transacted business in Florida: upon qualification
7. Principal office address: Boulevard du Pont-d, Arve 28, Geneva, Switzerland

Current mailing address: Boulevard du Pont-d, Arve 28, Geneva, Switzerland

8. Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida: Trade in goods, particularly foodstuff, audio and audio-visual, management services.

9. **Name and street address of Florida registered agent:**

Name: Angie Padin, Esq. c/o Padin Law Offices, P.A.

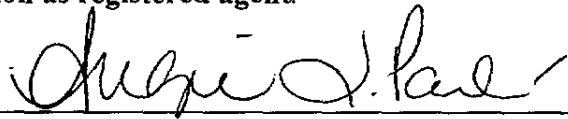
Office Address: 1000 Ponce de Leon Boulevard, Suite 307, Coral Gables, Florida, 33134

04 MAY 17 PM 4:07
STATE OF FLORIDA

FILED

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.

A handwritten signature in cursive script, appearing to read "Angie Padin", is written over a horizontal line.

Angie Padin, Esq. c/o Padin Law Offices, P.A.

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.

12. Names and business addresses of officers and/or directors: *See Attached.*

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Falco Laurent

Address: Rue De Malagny SA
1196 Gland

Vice Chairman: Falco Yuderky

Address: Rue de Malagny SA
1196 Gland

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature] _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

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



REGISTRE DU COMMERCE DE GENÈVE

EXTRAIT DU REGISTRE
No réf. 02602/1999
N° féd. CH-660-0457999-8

La Bodega Latina Sàrl

Société à responsabilité limitée inscrite le 04 mars 1999

Réf.	Raison Sociale
1	La Bodega Latina Sàrl
Réf.	Siège
1	Genève
Réf.	Adresse
1	boulevard du Pont-d'Arve 28
Réf.	Dates des Statuts
1	25.02.1999
Réf.	But, Observations
1	<u>But:</u> commerce de marchandises notamment de produits alimentaires, audiovisuels et musicaux ainsi qu'exploitation de magasins.
Réf.	Organe de publication
1	FOSC

Réf.	Capital	
	Nominal	Libéré
1	CHF 20'000	CHF 20'000
Réf.	Apports en nature, reprises de biens, compensation de créances, avant. partic., resp., vers. suppl.	
1	<u>Apport en nature:</u> différents biens consistant en compact disc et biens de consommations, selon inventaires du 22.02.1999 et contrat du 25.02.1999, d'un montant de CHF 23'743, montant imputé sur le capital à concurrence de CHF 20'000.	

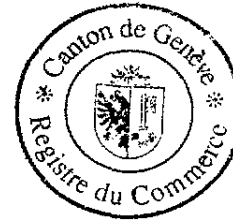
Réf.	Associés, gérants et personnes ayant qualité pour signer				
Inscr.	Mod.	Rad.	Nom et Prénoms, Origine, Domicile	Fonctions, part sociale	Mode Signature
1			Falbo Laurent, d'Italie, à Lausanne	associé gérant pour une part de CHF 19'000	signature individuelle
1			Falbo Yuderky, de République Dominicaine, à Lausanne	associée pour une part de CHF 1'000	
2			Kilchoer Bernard, de Praroman, à Lancy		procuration collective à 2

Réf.	JOURNAL		PUBLICATION FOSC	
	Numéro	Date	Date	Page
1	2602	04.03.1999	10.03.1999	1587

Réf.	JOURNAL		PUBLICATION FOSC	
	Numéro	Date	Date	Page
2	6660	27.06.2002	03.07.2002	8

Genève, le 19 avril 2004

Copie certifiée conforme
19 AVR. 2004
Le déposé par délégation



Fin de l'extrait

TRANSLATION FROM FRENCH
Ref.04474



TRADE REGISTER OF GENEVA

EXTRACT FROM THE TRADE REGISTER
Ref. number 02602/1999
Fed. number CH-660-0457999-8

La Bodega Latina Sàrl
Limited liability company date of entry 4th March, 1999

Ref.	Company Name
1	La Bodega Latina Sàrl
1	Registered Office
1	Geneva
1	Address
1	Boulevard du Pont-d'Arve 28
1	Date of Articles of Incorporation
1	25.02.1999
1	Purpose, Remarks
1	<u>Purpose :</u> Trade in goods, in particular foodstuff, audio-visual goods and musical goods, as well as running of stores.
1	Organ for publication
1	STJL (Swiss Trade Journal)

Réf.	Capital				
1	<table border="1"> <tr> <th>Nominal</th> <th>Paid-up</th> </tr> <tr> <td>CHF 20'000</td> <td>CHF 20'000</td> </tr> </table>	Nominal	Paid-up	CHF 20'000	CHF 20'000
Nominal	Paid-up				
CHF 20'000	CHF 20'000				
1	<p>In-kind contribution, acquisition of assets, settlement of debts, particular benefits, liability, supplementary contribution</p> <p><u>In-kind contribution :</u> Different goods consisting of compact disc and consumables, according to inventories dated 22.02.1999 and contract dated 25.02.1999, in an amount of CHF 23'743, this amount is charged to the capital to a limit of CHF 20'000. .</p>				

Réf.	Partners, managers and persons with power to sign				
Entry	Mod.	Delet.	Name, citizenship, domicile	Positions, share	Type of signature
1			Falbo Laurent, from Italy, in Lausanne	Managing partner with a share of CHF 19'000	Single signature
1			Falbo Yuderky, from Dominican Republic, in Lausanne	Partner with a share of CHF 1'000	Joint power of attorney by two
2			Kilchoer Bernard, from Praroman, in Lancy		

Réf.	JOURNAL		STJL PUBLICATION	
	Number	Date	Date	Page
	2602	04.09.1999	10.03.1999	1578

Réf.	JOURNAL		STJL PUBLICATION	
	Number	Date	Date	Page
2	6660	27.06.2002	03.07.2002	8



TRANSLATION FROM FRENCH
Ref.04474

Geneva, 19 April 2004

Certified copy
19 APR. 2004
The Assistant Registrar

Seal of the Trade Register – Canton of Geneva

(illegible signature)

End of the extract.

CERTIFIED TRUE AND CORRECT TRANSLATION

