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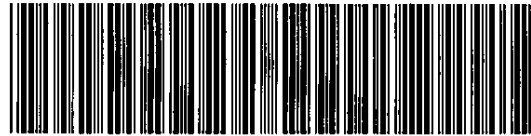
*Judie Bredemeyer* **NAME**

**AUTHORIZATION BY PHONE TO**  
**CORRECT** *Add Inc to name*

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MRS  
6/23

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Obrascon Huarte Lain, S.A.

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," or "Certificate of Good Standing" 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:

Julio Alberto Alia

Name of Person

Obrascon Huarte Lain, S.A.

Firm/Company

972<sup>5</sup> NW 117th Avenue, suite 105

Address

Miami, FL 33178

City/State and Zip code

jalia@ohlusa.com

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

For further information concerning this matter, please call:

Julio Alberto Alia

Name of Person

at (305) 884-9477

Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee     \$78.75 Filing Fee & Certificate of Status     \$78.75 Filing Fee & Certified Copy     \$87.50 Filing Fee, Certificate of Status & Certified Copy

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.

Obrascon Huarte Lain, S.A. Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc," "Co," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Spain 3. N627081706 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 05/11/1911 5. Perpetual (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. Paseo de la Castellana, 259-D, Madrid, Spain 28046 (Principal office address) 9725 NW 117th Avenue, Suite 105, Miami, FL 33178 (Current mailing address)

8. Construction (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324 (City) (Zip code)

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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.

C T Corporation System

By: Barbara A. Burke (Registered agent's signature)

Barbara A. Burke Special Assistant Secretary

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:

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

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**A. DIRECTORS**

Chairman: Juan Miguel Villar-Mir

Address: Paseo de la Castellana, 259-D

Madrid, Spain 28046

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Vice Chairman: Juan Villar-Mir de Fuentes

Address: Paseo de la Castellana, 259-D

Madrid, Spain 28046

Director: Lauro Bravar

Address: 9725 NW 117th Avenue, Suite 105

Miami, FL 33178

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: Juan Miguel Villar-Mir

Address: Paseo de la Castellana, 259-D

Madrid, Spain 28046

Vice President: Juan Villar-Mir de Fuentes

Address: Paseo de la Castellana, 259-D

Paseo de la Castellana, 259-D

Secretary: Daniel Garcia Pita

Address: Paseo de la Castellana, 259-D, Madrid, Spain 28046

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. Lauro Bravar, Legal Representative

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



apartamentos, urbanizaciones, edificios, oficinas, locales comerciales, naves industriales y polígonos, tanto residenciales como industriales, y de todo tipo de bienes inmuebles, así como de núcleos urbanos, mobiliario urbano, monumentos y edificios singulares, jardines, montes, redes de agua y alcantarillado, y estaciones depuradoras, proyectando y ejecutando tanto las obras necesarias de infraestructura como las de edificación, y al efecto realizando toda clase de actividades principales, secundarias, o accesorias que guarden relación con el objeto de construcción, explotación y venta inmobiliaria que se refleja en el presente apartado, incluyendo en tales actividades la construcción, ejecución, mantenimiento y reparación de equipos e instalaciones relacionados con agua, gas, aire acondicionado, calefacción, informática, ofimática, telecomunicaciones, electricidad y electrónica, electromedicina, y maquinaria en general, así como de seguridad y contra incendios.

d) Realización de actividades relacionadas con el transporte de materiales de construcción, de residuos en general e industriales y urbanos en particular, y de personas.

e) La prestación de servicios cualificados de esterilización de material sanitario y de restauración de obras de arte.

f) Tratamientos de aguas y tratamientos e incineración de desechos urbanos, lodos y residuos en general.

g) La prestación de servicios de tecnologías de la información y las comunicaciones, tales como servicios de mantenimiento y reparación de equipos e instalaciones informáticos y de telecomunicación.

Para cumplir el objeto social, la Sociedad podrá llevar a cabo las actividades mencionadas, total o parcialmente de modo indirecto mediante la

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titularidad de acciones o participaciones en sociedades con objeto idéntico o análogo.”

QUINTO: Que en la inscripción 632ª de la citada sociedad, extendida con fecha 18 de abril de 2.008, en virtud de la escritura autorizada por el Notario de Madrid Don Jaime Recarte Casanova, el día 15 de abril de 2.008, con el número 1.275 de su protocolo; consta inscrito, entre otros acuerdos adoptados por su Consejo de Administración en sesión celebrada el día 31 de marzo de 2.008, el cambio de domicilio social desde el anterior a la PASEO DE LA CASTELLANA, 259 D, TORRE ESPACIO, de MADRID.

SEXTO: Y que en la propia hoja, no figuran inscripciones posteriores que modifiquen los particulares solicitados, no figurando inscrita la Disolución ni la Liquidación de la Sociedad de la que se certifica, ni que la misma se encuentre en Procedimiento Concursal, continuando VIGENTE según el Registro.

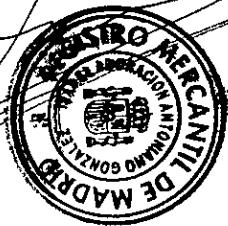
Y para que conste, y no existiendo en el libro diario asiento alguno relativo a documento pendiente de inscripción que se refiera a los particulares de los que se certifica, expido la presente que va extendida en 4 hojas de papel timbrado de este Registro, números: del 5215705 al 5215708, todas ellas inclusive, y la firmo en Madrid, a veintiocho de mayo de dos mil diez.

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EL REGISTRADOR



Presentada en el Libro Diario de certificaciones con el asiento número 16514/2010.

Honos. s/m.



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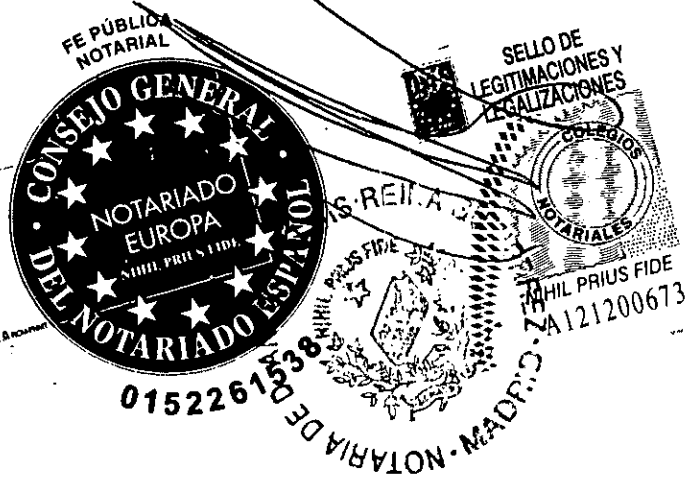
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Yo, ANTONIO LUÍS REINA GUTIÉRREZ Notario de esta Capital y de su Ilustre Colegio: DOY FE:-----

Que la presente fotocopia, extendida en tres folios de papel de los Colegios Notariales de España, serie QY, terminada en el del presente y los dos anteriores en orden correlativo descendente, ES FIEL REPRODUCCIÓN DE SU ORIGINAL, el cual me ha sido exhibido y devuelto. -----

NÚMERO LIBRO INDICADOR- 2.230/10

Madrid a nueve de Junio de dos mil diez.-



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I, THE UNDERSIGNED MADRID COMPANIES REGISTRAR,

CERTIFY that, in order to issue certification as requested in the foregoing document, I have examined the records on the Files in my charge and the following is shown:

FIRST. According to registration 1 on sheet number 16793, folio 1, volume 2558, book 1900 in section three of the Book of Companies, as entered on 30 May 1970 pursuant to certification issued on 20 January 1970 by Notary Luis Rodriguez de la Ballina, there is record at this Companies Register of the move to Madrid of all registrations entered at the aforesaid Register in connection to the company currently called "OBRASCÓN HUARTE LAIN S.A.," formerly "OBRASCÓN HUARTE, S.A.," "SOCIEDAD GENERAL DE OBRAS Y CONSTRUCCIONES OBRASCON, S.A." y "SOCIEDAD GENERAL DE OBRAS Y CONSTRUCCIONES, S.A."

The aforesaid registration shows, amongst other particulars, that the aforesaid company was incorporated for an indefinite period of time, pursuant to first copy of deed executed in Bilbao on 15 May 1911, before Notary Francisco de Santiago y Marín, as registered at said Bilbao Register on 16 May 1911.

SECOND. Registration 2 on the same sheet, entered on the same date as the registration above, records the move of said Company to MADRID, pursuant to deed executed in Bilbao on 29 January 1970, before the Notary José Pablo de la Herrán y de las Pozas, under number 155.

THIRD. Registration 277 on sheet number M-11125, back of folio 33 et seq., in volume 2483, as entered on 29 May 1999 pursuant to first copy of deed executed on 27 May 1999 in Madrid, before Notary Pilar López Contreras Conde, under number 272, records, among other resolutions passed by the General Assembly of Shareholders of said Company, on 20 April 1999, the change of name: from "OBRASCÓN HUARTE S.A." to "OBRASCÓN HUARTE LAIN S.A."

FOURTH. Registration 504 on said Sheet, back of folio 38 and et seq. in volume 17731, entered on 15 June 2004, pursuant to deed executed before the Notary of Madrid Jaime Recarte Casanova on 25 May 2004, under number 2107 of his protocol, records, among other resolutions passed by the General Assembly of Shareholders of said Company, on 11 May 2004, Article 4 of the Articles of Association, which relates to the corporate purpose and literally copied reads as follows:

"ARTICLE 4: The corporate purpose of the Company is:

a) - The study, concession, construction and operation of all kinds of works, public and private, without any limitation, and, to contract the works, the Company may participate in public tenders, auctions and legal procedures as may be established, likewise without any limitation,



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tenders, auctions and legal procedures as may be established, likewise without any limitation, making all kinds of bids and taking any steps as required, without exception, leading to the award of the said public or private works.

b) - The acquisition by purchase, termination or concession and operation and sale of any land, mines, quarries, waterworks, workshops, industries and service activities associated with the construction sector.

c) - The construction, operation, conservation, maintenance, and cleaning and sanitation and sale of homes, apartments, housing developments, buildings, offices, commercial space, industrial warehouses and estates, housing estates, and any kind of property, as well as urban centres, urban furniture, unique monuments and buildings, gardens, mountains, water and sewage networks and water treatment stations, designing and executing the required infrastructures and buildings, and, for the purpose, carrying out any primary, secondary and ancillary activities related to the subject-matter of the construction, operation or sale mentioned in this section, including construction, execution, maintenance and repair of equipment and installations related to water, gas, air conditioning, heating, IT, office automation, telecommunications, electricity and electronics, electromedicine and machinery in general, as well as to security and fire protection equipment and systems.

d) - Activities related to the transportation of construction materials, of waste in general and industrial and urban waste in particular, and of people.

e) - The provision of qualified services related to sterilisation of healthcare material and restoration of works of art.

f) - Water treatment and treatment and incineration of urban waste, sludge and general waste.

g) - The provision of information technology and communications services such as maintenance and repair of IT and telecommunications equipment and systems.

In order to develop its authorized business activities, the Company may carry out the activities mentioned above in whole or in part through direct or indirect shareholdings in companies with identical or similar authorized activities.”

FIFTH. Registration 632 on sheet number M-11125, back of folio 154 and et seq., entered on 18 April 2008 pursuant to deed certified on 15 April 2008 in Madrid, by the Madrid Notary Jaime Recarte Casanova, under number 1275, records, among other resolutions passed by the Board of Directors of the Company, on 31 March 2008, the change of registered address, with the registered offices now being located at PASEO DE LA CASTELLANA, number 259 D, TORRE ESPACIO, in MADRID.

**TRANSLATION**

SIXTH: There are no subsequent registrations on the company's sheet which modify any of the foregoing particulars and no record of Dissolution or Winding up of the certified Company, or that it is involved in Creditors' Meeting, wherefore it continues to be VALID as far as this Register is concerned.

And for the record, there being no other entries relating to any documents pending registration in connection to the Company for which the certification is requested, this certification is issued on 4 sheets of paper bearing the seal of this Register, numbers 5215705 to 5215708, both inclusive, and signed in Madrid on the twenty-eighth of May of two thousand and ten.

THE REGISTRAR  
[Round Seal: Madrid Companies Register -  
Isabel Adoración Antoniano González]  
[Illegible Signature]

Filed in the certification daybook under number 16514/2010.  
Fees as per inv.

I, ANTONIO LUIS REINA GUTIERREZ, a Notary of this capital city and a member of the Association of Notaries thereof, hereby CERTIFY that this photocopy as issued on three folios of paper from the Spanish Associations of Notaries, QY series, ending on this folio and the two previous numbers in descending consecutive order, is an EXACT REPRODUCTION OF THE ORIGINAL THEREOF, which has been produced to me and I have returned. -

INDEX BOOK NUMBER: 2230/10.  
Madrid on the ninth of June of two thousand and ten. -  
[Illegible Signature]  
[Authentication Stamp]  
[Notary's Seal]

NOTARY'S CERTIFICATION  
GENERAL COUNCIL OF SPANISH NOTARIES  
EUROPEAN NOTARIES  
0152261538

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~~CERTIFICATION: Ms. M. Teresa de la Cuesta Bernaldez, Sworn English Interpreter, certifies that the foregoing is a truthful and complete translation into English of a document written in Spanish. Madrid, 15 June 2010.~~

~~CERTIFICACION: Dña. M. Teresa de la Cuesta Bernaldez, intérprete jurado de inglés, certifica que la que antecede es traducción fiel y completa al inglés de un documento redactado en español. En Madrid, a 15 de junio, 2010.~~

TRADUCTORA E INTERPRETE JURADO  
M. TERESA DE LA CUESTA BERNALDEZ  
C/ SALLA DE... 14 - APT. DCMA.  
28042 MADRID - TEL. 656 433 628