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FLORIDA PROFIT CORPORATION OR P.A.

Euro Emerald Bay, Inc.

Certificate of Status	0
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WCV

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**ARTICLES OF INCORPORATION
OF
EURO EMERALD BAY, INC.**

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The undersigned incorporator adopts the following Articles of Incorporation for the purpose of forming a corporation under the Florida Business Corporation Act:

ARTICLE I. NAME

The name of the corporation is: Euro Emerald Bay, Inc.

ARTICLE II. PURPOSE

The corporation may transact any or all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act.

ARTICLE III. PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal business office and the mailing address of the corporation are:

4300 West Cypress Street, Suite 1075
Tampa, Florida 33607

ARTICLE IV. CAPITAL STOCK

The number of shares of capital stock that the corporation is authorized to issue is 10,000 shares of common stock, having a par value of \$.01 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent are:

Arneurco Management, Inc.
4300 West Cypress Street, Suite 1075
Tampa, Florida 33607

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator are:

Kristen Kennedy Showalter
4300 West Cypress Street, Suite 1075
Tampa, Florida 33607

Evan R. Batoff
100 S. Ashley Drive, Suite 1300
Tampa, FL 33602
(813) 229-3333
Florida Bar No. 25119

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ARTICLE VII COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence at the time these Articles are filed by the Secretary of State.

DATE: June 5, 2002

Kristen Kennedy Showalter
Kristen Kennedy Showalter, as Incorporator

Having been named as registered agent and to accept service of process for the corporation named above at the place designated in these articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in that capacity. The undersigned agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties as registered agent. The undersigned is familiar with, and accepts, the obligations of registered agent.

DATE: June 5, 2002

AMEURCO MANAGEMENT, INC.

By: *Kristen Kennedy Showalter*
Kristen Kennedy Showalter
Treasurer