

099000003879



ACCOUNT NO. : 072100000032

REFERENCE : 090627 7126668

AUTHORIZATION : Patricia Pizut

COST LIMIT : \$ 70.00

ORDER DATE : January 6, 1999

ORDER TIME : 9:53 AM

ORDER NO. : 090627-015

200002739812--0

CUSTOMER NO: 7126668

CUSTOMER: Mr. James Amburn  
EURO-AMERICAN FINANCIAL  
EURO-AMERICAN FINANCIAL  
Suite 1  
5117 Castello Drive  
Naples, FL 34103

DOMESTIC FILING

NAME: AIR & SPICE, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

J 1/13/99

RECEIVED  
99 JAN 13 PM 12:06  
DIVISION OF CORPORATION

FILED  
99 JAN 13 PM 5:04  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN 13 PM 5:04

ARTICLES OF INCORPORATION  
OF

AIR & SPICE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

AIR & SPICE, INC.

The address of the principal office of this corporation shall be 5117 Castello Drive, Suite 1, Naples, Florida 34103, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 5117 castello drive, Suite 1, Naples, Florida 34103, and the name of the initial registered agent of the corporation at that address is James W. Amburn.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors; subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

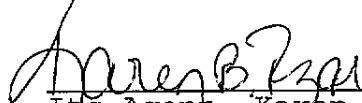
Otto Bader Director	5117 Castello Drive, Suite 1 Naples, FL 34103
Reinhard Thiel Director	5117 Castello Drive, Suite 1 Naples, FL 34103

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

The Company Corporation  
1013 Centre Road  
Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on January 13, 1999.



Its Agent, Karen B. Rozar  
Incorporator

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN 13 PM 5:04

ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN THE ARTICLES OF INCORPORATION

James W. Amburn, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

AIR & SPICE, INC.

James W. Amburn is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Typed Name: James W. Amburn