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TO: QUALIFICATION/TAX LIEN SECTION  
DIVISION OF CORPORATIONS

900001621039

-10/26/95--01045--009

\*\*\*245.00 \*\*\*122.50

SUBJECT: EUROCAPITAL CORPORATION  
(Name of corporation - must include suffix)

Dear Sir or Madam:

W95-21349

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", 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:

RICHARD M. KRAWCZYK  
(Name of Person)

PM M & ASSOCIATES LTD  
(Firm/Company)

101 SOUTH HALL LANE, 4TH FLOOR  
(Address)

MAITLAND, FL 32751  
(City, State and Zip Code)

Unk  
Wax

Should you need to call someone concerning this matter, please call:

RICHARD M. KRAWCZYK at (407) 667-4745  
(Name of Person) Area Code & Daytime Telephone Number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 OCT 26 PM 12:14

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COURIER ADDRESS:

Qualification/Tax Lien Sec.  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

MAILING ADDRESS:

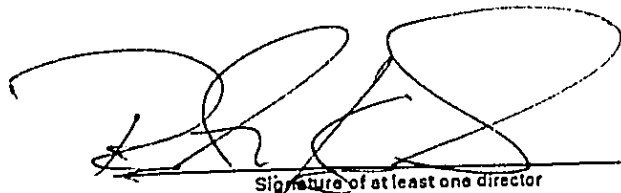
Qualification/Tax Lien Sec.  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

## RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned RICHARD M. KRAWCEYK, do hereby certify  
that this Resolution of the Board of Directors of EUROCAPITAL CORPORATION,  
a corporation duly organized and existing under the laws of the State of NEVADA,  
was duly adopted on 10-24, 19 95.

Resolved, that EUROCAPITAL CORPORATION, organized  
and existing in the State of NEVADA, hereby adopts the  
name EUROCAPITAL INVESTMENTS, INC. for use in Florida.

Dated: 10-20-95



Signature of at least one director

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TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE  
STATE OF FLORIDA:

1. EUROCAPITAL CORPORATION  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. NEVADA  
(State or country under the law of which it is incorporated)
3. \_\_\_\_\_  
(FEI number, if applicable)
4. 1/24/95  
(Date of Incorporation)
5. PERPETUAL  
(Duration: Year corp. will cease to exist or "perpetual")
6. 10/26/95  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. P.O. Box 162661  
ALTAMONTE SPRINGS FL 32716-2661  
(Current mailing address)
8. INVESTMENT BANKING  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:  
Name: RICHARD M. KRAWCZYK  
Office Address: 304 LONESOME PINE DR.  
LONGWOOD, Florida, 32779  
(Zip Code)

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TALLAHASSEE, FLORIDA

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.

[Signature]  
(Registered agent's signature)

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 addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: RICHARD M. KRAWCZYK

Address: 101 SOUTHHALL LANE 4th FLOOR  
MAITLAND, FL 32751

Vice Chairman: \_\_\_\_\_

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

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

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

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

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

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: RICHARD M. KRAWCZYK

Address: 101 SOUTHHALL LANE, 4th FLOOR  
MAITLAND, FL 32751

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. RICHARD M. KRAWCZYK - CHAIRMAN  
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA  
CLERK OF STATE

# SECRETARY OF STATE



## CORPORATE CHARTER

I, DEAN HELLER, Secretary of State of the State of Nevada, do hereby certify that **EUROCAPITAL CORPORATION** did on the **TWENTY-FOURTH** day of **JANUARY, 1995** file in this office the original Articles of Incorporation; that said Articles are now on file and of record in the office of the Secretary of State of the State of Nevada, and further, that said Articles contain all the provisions required by the law of said State of Nevada.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, this **TWENTY-FOURTH** day of **JANUARY, 1995**.



*Dean Heller*

Secretary of State

By *Deborah Jennings*

Certification Clerk

**FILED**  
95 OCT 24 PM 12:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA