

# L98000002791

**UNITED STATES  
CORPORATION**  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 038804 7139083

AUTHORIZATION : *Patricia Pujols*

COST LIMIT : \$ 337.50

ORDER DATE : November 19, 1998

ORDER TIME : 9:0 AM

ORDER NO. : 038804-005

500002692345-8

CUSTOMER NO: 7139083

CUSTOMER: Aileen Ortega, Esq  
LARREA & ORTEGA  
LARREA & ORTEGA  
Suite 111  
2300 Coral Way  
Miami, FL 33145

DOMESTIC FILING

NAME: EURO AMERICAN GROUP, LLC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

Name	
Availability	<i>MAH</i>
Document	
Examiner	<i>MAH</i>
Updater	<i>MAH</i>
Verifier	<i>MAH</i>
Acknowledgement	<i>MAH</i>
W. P. Verifier	<i>MAH</i>

FILED  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 98 NOV 20 AM 11:02  
 RECEIVED  
 98 NOV 20 AM 9:54  
 DIVISION OF CORPORATIONS

**ARTICLES OF ORGANIZATION  
OF  
EURO AMERICAN GROUP, LLC.**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

1. Name. The name of this limited liability company is, **EURO AMERICAN GROUP, LLC.**
2. Duration. The latest date upon which the limited liability company is to dissolve is January 1, 2048.
3. Mailing Address and Street Address. The Company's mailing and street address is: **c/o Mr. Winfred Kroeze, 7330 N.W. 12<sup>th</sup> Avenue, Miami, Florida 33126.**
4. Registered Agent and Office. The name of the initial registered agent of the Company is **DADE CORPORATE SERVICES.** The street address of the initial registered agent of the Company is **c/o 2300 Coral Way, Suite 103, Miami, Florida 33145.**
5. Additional Members. Additional members to the Company may be admitted, but only if all the current members agree to the admission of the additional members and to the terms of admission.
6. Termination of Membership. If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.
7. Management of the Company. The management of the limited liability company is reserved to the members. The following company will initially be the managing member:

Name and Address:

Mr. Winfred Kroeze


7330 N.W. 12<sup>th</sup> Street  
Miami, Florida 33126

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV 20 AM 11:02

8. Regulations. The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.
9. Date of Existence of the Company. The existence of the Company shall commence on the date of filing the Articles of Organization by the Florida Department of State.

The undersigned executed these Articles of Organization effective as of the 17<sup>th</sup> day of November, 1998.

**EURO AMERICAN GROUP, LLC, a**  
Florida limited liability  
Managing Member

  
\_\_\_\_\_  
Mr. Winfred Kroeze  
Managing Member

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV 20 AM 11:02

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:


**EURO AMERICAN GROUP, LLC.**

2. The name and address of the registered agent and office is:

**Dade Corporate Services  
2300 Coral Way, Suite 103  
Miami, Florida 33145**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

**DADE CORPORATE SERVICES**  
Registered Agent



\_\_\_\_\_  
Aileen Ortega  
Vice-President

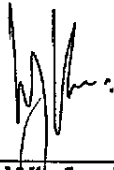
11-17-98  
\_\_\_\_\_  
(Date)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV 20 AM 11:02

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of **EURO AMERICAN GROUP, LLC**. deposes and says:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the members is \$100,000.00;
- 3) if any, the agreed value of property other than cash contributed by members is:  
NONE
- 3) the total amount of cash or property anticipated to be contributed by members is  
\$200,000.00.



\_\_\_\_\_  
**Mr. Winfred Kroeze**  
Managing Member

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true).

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV 20 AM 11:03