



L99000000716

Anticipated Total correct #5
00189-00524-00671 W99-2903
ACCOUNT NO. : 072100000032

REFERENCE : 084946 7126668
AUTHORIZATION : Patricia Pruitt
COST LIMIT : \$ 285.00

FILED
99 FEB -4 PM 5:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 31, 1998
ORDER TIME : 9:53 AM
ORDER NO. : 084946-005
CUSTOMER NO: 7126668

500002764535--2

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

DOMESTIC FILING

NAME: STARFISH SERVICES, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Lamm

EXAMINER'S INITIALS: _____

L99-716

Name Availability	29
Document Examiner	29
Updater	29
Und. Verifier	29
Asst. Verifier	29
W.P. Verifier	29

99 FEB -4 MID: 39
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

RECEIVED
99 FEB -9 PM 3: 14
DIVISION OF CORPORATION

February 4, 1999

CSC
CASSANDRA LAMM

SUBJECT: STARFISH SERVICES, LLC
Ref. Number: W99000002903

RESUBMIT

Please give original
submission date as file date.

We have received your document for STARFISH SERVICES, LLC and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

On the AFFIDAVIT you state that the anticipated contributions will be \$25,000.00 each, however, we need an exact amount. Please give the total anticipated amount of all members combined, also, number 5 of the affidavit needs to be adjusted to reflect the TOTAL contributed and anticipated to be contributed.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 799A00005042

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

STARFISH SERVICES, LLC

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 5117 Castello Drive, Suite 1, Naples, Florida 34103.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: PERPETUAL

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. MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Member: E.V.S. VACANCES SYSTEM

BERGE & MEER
Roemergraben 5
56579 Rengsdorf, Germany

COAST TO COAST INVESTMENTS


5051 Castello Drive,
Suite 17
Naples, Florida 34103

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TALLAHASSEE, FLORIDA

FILED

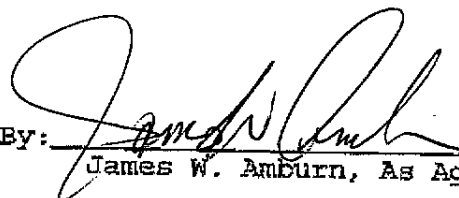
The undersigned authorized representative of a member of
STARFISH SERVICES, LLC hereby executes these articles of
organization on this 4th Day of January 1999.

CORPORATION SERVICE COMPANY


BY: Karen B. Rozar
as its agent as authorized
representative of

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION

Having been named as Registered Agent for the afore
mentioned corporation, 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.


By: James W. Amburn, As Agent

Dated:

THA/wsw

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of STARFISH SERVICES, 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 member(s) is 109,000
- 3) if any, the agreed value of property other than cash contributed by member(s) is 0:
- 4) the amount of cash or property anticipated to be contributed by member(s) is 0
- 5) the total amount of 2, 3, and 4 is: \$100,000

Karen B. Rozar

Karen B. Rozar, as agent for Corporation Service Company in its capacity as authorized representative of a member of STARFISH SERVICES, LLC.

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LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of STARFISH SERVICES, LLC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this
4TH day of JANUARY, 1999

[Signature]
WITNESS

Helga Reimisch
TYPED OR PRINTED NAME

[Signature]
WITNESS

Hildegard Loeffler
TYPED OR PRINTED NAME

[Signature]
SIGNATURE

JAMES W AMBURN
TYPED OR PRINTED NAME

CLB

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