



**THE UNITED STATES  
CORPORATION  
COMPANY**

**L99 00000 1254**

ACCOUNT NO. : 072100000032

REFERENCE : 137501 4303929

AUTHORIZATION :

*Patricia Pizut*

COST LIMIT : \$ 285.00

FILED  
99 FEB 17 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : February 17, 1999

ORDER TIME : 11:48 AM

ORDER NO. : 137501-005

500002778285--8

CUSTOMER NO: 4303929

CUSTOMER: Ms. Jazmine Roman  
GREENBERG TRAUIG  
GREENBERG TRAUIG  
1221 Brickell Avenue  
20th Floor  
Miami, FL 33131

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:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

**L99-1254**

Name	<i>235</i>
Availability	
Document	<i>2</i>
Examination	
Notar	<i>2</i>
Under	
Verify	<i>2</i>
Acknowledgment	
W. P. Verifier	<i>2</i>



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 17, 1999

TAMARA ODOM  
CSC

SUBJECT: ~~EURO AMERICAN GROUP, LLC~~  
Ref. Number: W99000004058

**RESUBMIT**

Please give original  
submission date as file date.

*Please date 2-17-99*  
*Enrika Group, LLC.*

We have received your document for EURO AMERICAN GROUP, LLC and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 299A00007218

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
99 MAR -3 PM 3:55  
DIVISION OF CORPORATION

**ARTICLES OF ORGANIZATION  
OF**

EURIKA GROUP, LLC

**ARTICLE I - Name**

The name of the Limited Liability Company is EURIKA GROUP, LLC,

(the Company").

**ARTICLE II - Address**

The mailing address and street address of the principal office of the Company is: c/o Michael N. Weiss, 1401 Brickell Avenue, Suite 300, Miami, Florida 33131.

**ARTICLE III - Duration**

The Company shall exist perpetually, unless sooner dissolved in accordance with the Company's Regulations or Florida law.

**ARTICLE IV - Management**

The Company will be managed by its managing member (the "Manager"). The Manager shall be elected annually by the members in the manner prescribed by and provided for in the Regulations of the Company. The Manager shall also hold the offices and have responsibilities accorded to him by the members and as set forth in the Regulations of the Company. The name and address of the Manager who is to serve until the first annual meeting or until his successor is otherwise selected is as follows:

Daniel D. Mielnicki  
1221 Brickell Avenue  
Miami, Florida 33131

**ARTICLE V - Admission of Additional Members**

Additional members may be admitted and the terms and condition of such admissions shall require the vote of all existing members, and shall be conditioned on the new member's agreement to abide by all existing agreements of the members regarding the conduct of the Company.

**ARTICLE VI - Members Rights to Continue Business**

The remaining members of the Company have the right to continue the business in the event of the termination of the Company at any time due to death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member or the occurrence of any other event which terminates the continued membership of a member in the Company, provided that all of the remaining members agree to do so in writing within 120 days after the date of a member's termination of membership.

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TALLAHASSEE, FLORIDA

**ARTICLE VI - Registered Agent and Office**

The street address of the Corporation's initial registered office is 1221 Brickell Avenue, Miami, Florida 33131, and the name of its initial registered agent at such office is **Daniel D. Mielnicki**.

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of EURIKA GROUP, LLC hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §608.415.

By:

  
Daniel D. Mielnicki

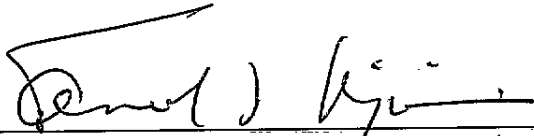
Dated: February 16, 1999.

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TALLAHASSEE, FLORIDA

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member or authorized representative of a member of EURIKA GROUP, LLC  
deposes and says:

- 1 the above named Company has at least one member;
- 2 the total amount of cash contributed by the member is \$100.
- 3 if any, the agreed value of property other than cash contributed by member is: \$ - 0 -.
- 4 the total amount of cash or property anticipated to be contributed by member is \$100.  
This total includes amount from 1 and 2 above.



Signature of a member or authorized representative of a member  
DANIEL D. MIELNICKI

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

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