CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302

P0000000244270 · 1-800-342-8062 · Fax (850) 222-1222

Euro Liquidators, Inc.

Signature

Name

Walk-In

Requested by:

Will Pick Up

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	Foreign Corp. File	
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	Fictitious Name File	
	Trade/Service Mark Trade/Service	
	Merger File 1	
	Art. of Amend. File	
	RA Resignation	Same and
	Dissolution / Withdrawal	
	Annual Report / Reinstatement	
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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 3, 2000

CAPITAL CONNECTION, INC. 417 E. VIRGINIA STREET, STE.1 TALLAHASSEE, FL 32302

SUBJECT: USA LIQUIDATORS, INC.

Ref. Number: W00000005811

We have received your document for USA LIQUIDATORS, INC.. 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 administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

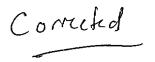
Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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) 487-6930.

Carolyn Batten Document Specialist

Letter Number: 300A00012020



ARTICLES OF INCORPORATION

OF

Euro Liquidators, Inc.

ARTICLE I - NAME

The name of this corporation is Euro Liquidators, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all legal business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$0.01 par value stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof, (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 1126 S. Federal Highway, Suite 308, Fort Lauderdale, Florida 33316, and the name of the initial registered agent of this corporation is John A. Watson, 2312 Wilton Drive, Wilton Manors, Florida 33305.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two(2) directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial Directors of this corporation are:



GARY MIHELIC 1126 S. Federal Highway Suite 308

Fort Lauderdale, Florida 33316

MARK E. BOURQUIN
1126 S. Federal Highway
Suite 308
Fort Lauderdale, Florida 33316

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

MARK E. BOURQUIN 1126 S. Federal Highway Suite 308 Fort Lauderdale, Florida 33316

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed this Articles of Incorporation on March 2, 2000.

MARKE, BOUROUIN

STATE OF FLORIDA

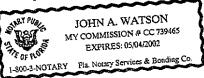
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 2 BOURQUIN who is personally known to me or who has produced _____ day of March, 2000 by MARK E. as identification.

NOTARY PUBLIC

My Commission Expires:

(Seal)



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

JOHN A. WATSON 2312 Wilton Drive Wilton Manors, Florida 33305

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, THAT **Euro Liquidators**, **Inc.** DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF FORT LAUDERDALE, STATE OF FLORIDA, HAS NAMED JOHN A. WATSON, 2312 WILTON DRIVE, WILTON MANORS, FLORIDA 33305, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

MARK E. BOUROUIN
TITLE: INCORPORATOR
DATED: March 2, 2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER ACCEPT TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES

SIGNATURE:

JOHN A. WATSON

Registered Agent

DATE: March 2, 2000

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