

EFFECTIVE DATE

8-8-02

LAWYERS IN USA

EURO-DECO.US.CO.

Gerard-Claude ZAOUÏ and Associates

TEL (954) 229 1780

FAX (954) 229 1760

1900 W. Commercial Boulevard Fort Lauderdale FLORIDA 33309

JUSTICE@LAWYERSINUSA.COM

FL 2002-08-12

P02000088567

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
409 E. GAINES STREET
TALLAHASSEE, FL 32399

500007081855--9

-08/13/02--01066--007

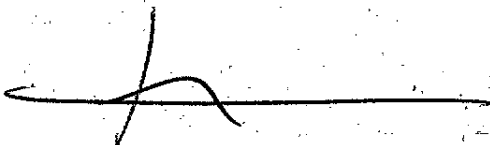
*****70.00 *****70.00

RE: EURO-DECO.US, CO.

Enclosed is

1. The Articles of Incorporation (in one original and one copy) including the Certificate of Designation and Acceptance by Registered Agent/Registered Office
2. A check for: \$70.00 for filing fees
3. A stamped self addressed envelope for return of filed documents to our office.

We thank you in anticipation



GERARD CLAUDE ZAOUÏ

Encl. 3

FILED

02 AUG 13 PM 1:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-15-02

ARTICLES OF INCORPORATION
OF
EURO-DECO.US, CO.

FILED
02 AUG 13 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of FLORIDA.

ARTICLE I - NAME

The name of the corporation shall be **EURO-DECO.US, CO.**

ARTICLE II - EFFECTIVE DATE OF EXISTENCE

The existence of the corporation shall begin on **2002 AUGUST 08**

ARTICLE III - PRINCIPAL OFFICE

The principal place of business/mailling address is:

**114 NW FIRST STREET
HALLANDALE
FL 33009**

ARTICLE IV - PURPOSE

The purpose for which this corporation is organized is **IMPORT EXPORT & DISTRIBUTION OF CONSTRUCTION PRODUCTS**. Additionally, this corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation

ARTICLE V - SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is **1000 shares of common stock having a par value of \$1.00 per share**

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting

ARTICLE VI - INITIAL OFFICERS/DIRECTORS

This corporation shall have three Directors.

ARTICLE VII - REGISTERED AGENT

NAME OF REGISTERED AGENT

GERARD-CLAUDE ZAOU

ADDRESS OF REGISTERED AGENT:

LAWYERS IN USA

1900 W. COMMERCIAL BLVD

FORT LAUDERDALE

FLORIDA 33309

ARTICLE VIII - TERM OF EXISTENCE

This corporation shall exist perpetually

ARTICLE IX - LIMITATION OF LIABILITY

All directors, stockholders and officers, in consideration for their services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by them in connection with any claim asserted or proceeding brought against them by reason of their being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, to the maximum extent permitted by law. The indemnification of each such person will be for any reasonable cost or expense in connection with the claim exposed by the person against whom the claim is made either for defense against the claim or for advice sought concerning the claim. The corporation will reimburse all such costs or expenses to any director, stockholder or officer.

ARTICLE X - VALIDITY OF SELF DEALING TRANSACTIONS

RULE: No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any of the directors of the corporation is interested in a contract or transaction, or is director or officer of any other corporation or is in any way connected with such person or person's firm or corporation.

SCOPE OF THE RULE: All directors may be a party to, or may be interested in such contract, act or transaction. All persons who may become a director of the corporation are hereby relieved from any liability that might otherwise exist from their contracting with the corporation for the benefit of themselves or for the benefit of any firm, association or corporation in which they may be in any way interested. All directors of the corporation may be counted in determining the existence of a quorum at the meeting where the decision about such transactions is to be taken and may vote upon any transaction with the corporation.

LIMITS OF THE RULE: In order to benefit from the exemption of responsibility for self dealing in transactions where they have a special personal interest, directors will have to disclose the personal interest which they have in a such a transaction to all members present at the meeting of the board of directors where a decision about this specific transaction is to be made. This specific disclosure is not necessary if the fact was already known by the board of directors and all members thereof present.

ARTICLE XI - INCORPORATOR

The incorporator subscribing to these Articles of Incorporation is
Gerard-Claude ZAOUJ
LAWYERS IN USA
1900 W. COMMERCIAL BLVD
FORT LAUDERDALE
FLORIDA 33309

The undersigned has executed these articles of Incorporation in Florida, on 2002/08/12

SIGNATURE OF INCORPORATOR:



INCORPORATOR
Gerard-Claude ZAOU
LAWYERS IN USA
1900 W. COMMERCIAL BLVD
FORT LAUDERDALE
FLORIDA 33309

WITNESSES:

Catalina Amaya C.

CATALINA AMAYA

773 N.W. 89TH AVE

Plantation, FL 33324

Neifa Alvarez

NEIFA ALVAREZ

2443 Polk St

Hollywood, FL 33020

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

In compliance with § 607.0501, Florida Statutes, the following is submitted

1. DESIGNATION OF REGISTERED AGENT

EURO-DECO.US, CO., hereinafter the "stated corporation" has its principal office following address.

ADDRESS OF THE PRINCIPAL OFFICE
114 NW FIRST STREET
HALLANDALE
FL 33009

The stated corporation, desiring to organize and qualify under the laws of the State of Florida, has named:

GERARD-CLAUDE ZAOU
LAWYERS IN USA
1900 W. COMMERCIAL BLVD
FORT LAUDERDALE
FLORIDA 33309,

as its agent to accept service of process within Florida,

Dated this

2002/08/12

INCORPORATOR

Gerard-Claude ZAOU
LAWYERS IN USA
1900 W. COMMERCIAL BLVD
FORT LAUDERDALE
FLORIDA 33309

2. ACCEPTANCE OF POSITION BY REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in the certificate, I hereby declare that I am familiar with the obligations of the position of Registered Agent. I accept the appointment as registered agent and agree to act in this capacity

Dated this

2002/08/12

Signature of Registered Agent

FILED

02 AUG 13 PM 1:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA