

1204 HAYS STREET

TALLAHASSEE, FL 32301

800-342-2086



ACCOUNT NO. : 072100000032

REFERENCE : 607045 6922A

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : May 30, 1995

ORDER TIME : 5:38 PM

ORDER NO. : 607045

CUSTOMER NO: 6922A

CUSTOMER: Carol Aronson, Esq
MICHAEL S. WEINER & ASSOCIATES

102 North Swinton Avenue

Del Ray Beach, FL 33444-2614

DOMESTIC FILING

NAME: GUSTAVIA USA, INC.

XXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

T. BROWN MAY 31 1995

FILED
95 MAY 31 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
GUSTAVIA USA, INC.

FILED
95 MAY 31 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GUSTAVIA USA, INC.

The address of the principal office of this corporation shall be 413 Seaview Avenue, Palm Beach, Florida 33480, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having No par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Klaus Pesch	413 Seaview Avenue
Dir./Pres.	Palm Beach, Florida 33480

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company, on May 30, 1995.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation
to transact business in this State, having a business office
identical with the registered office of the corporation named
above, and having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and accepts the
obligations of the position of Registered Agent under Section
607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

LRD/KBR

WEINER & MORICI, P.A.

ATTORNEYS AT LAW

The Clark House

102 North Swinton Avenue

Delray Beach, Florida 33444

MICHAEL S. WEINER
ARTHUR D. MORICI
CAROLE ARONSON

OF COUNSEL:
PETER J. MURRAY

South Palm Beach County (407) 265-2666
North Palm Beach County (407) 736-5888
Brevard County (305) 462-4935
Toll-free: (800) 272-6831

P950000042203

June 21, 1995

Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

000001524520
-06/27/95--01079--005
*****35.00 *****35.00

RE: Gustavia USA, Inc.
Our File No.: PESK(219)002


Dear Sir or Madam:

Enclosed are the following:

1. Original and one copy of Statement of Change of Registered Office and Registered Agent for the above-referenced corporation;
2. Our Firm's check number 1426 in the sum of \$35.00 which sum represents the filing fee; and
3. A self-addressed stamped envelope for the return of the copy.

Thank you for your assistance.

Very truly yours,


Carole Aronson

CA/en

Enclosures

cc: Michael S. Weiner, Esquire
Corporation Information Services, Inc.

FILED
JUN 26 1995
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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RA en

Charter No. P95000042203

Date Filed May 31, 1995

**STATEMENT OF CHANGE OF REGISTERED OFFICE
AND REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 and 607.0202, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: GUSTAVIA USA, INC.
2. The name and address of its present registered agent is:

CORPORATION INFORMATION SERVICES, INC.
1201 Hays Street
Tallahassee, Florida 32301

3. The name and street address to which its registered agent is to be changed is:

MICHAEL S. WEINER, ESQUIRE
Weiner & Morici, P.A.
102 North Swinton Avenue
Delray Beach, FL 33444

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

Klaus Pesch, President Signature _____
(Typed or printed name and title) (President or Vice President)

Date 6/7/95

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name Michael S. Weiner

Signature _____
(Agent)

Date 6/13/95

FILING FEE \$35

FILED
JUN 26 10:04
TALLAHASSEE
FLORIDA