

P95000046053

LAW OFFICES
RAFAEL A. CENTURION

1100 NORTHEAST 125TH STREET
NORTH MIAMI, FLORIDA 33161
TELEPHONE (305) 891-1221
TELEFAX (305) 893-4804

June 5, 1995

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

500001510165
-06/09/95--01087--002
***122.50 ***122.50

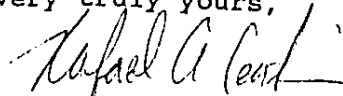
To whom it may concern:

Enclosed please find the original and one copy of the Articles of Incorporation of Eurosouth Enterprises Corp. Also enclosed is a check in the amount of \$122.50.

Please return a certified copy of the Articles to the above address.

Thank you for your assistance.

Very truly yours,



Rafael A. Centurion

JUN 14 1995

BSB

FILED
95 JUN -9 AM 11:58
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

FILED
95 JUN -9 AM 11: 58

EUROSOUTH ENTERPRISES CORP.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

EUROSOUTH ENTERPRISES CORP.

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 PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

12864 Biscayne Blvd.
Suite 211
North Miami, FL 33181

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares of common stock with a value of \$1.00 per share

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Robert Poblette
12864 Biscayne Blvd.
Suite 211
North Miami, FL 33181

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Corporation is (are):

Robert Poblette
12864 Biscayne Blvd.
Suite 211
North Miami, FL 33181

ARTICLE VII TERM OF EXISTENCE

This corporation is to exist perpetually.

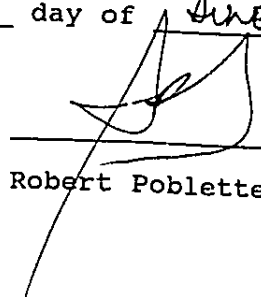
ARTICLE VIII OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Robert Poblette - President, Secretary and Treasurer
12864 Biscayne Blvd.
Suite 211
North Miami, FL 33181

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this

01 day of JUNE, 19 95.



Robert Poblette

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
95 JUN -9 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501 or 617.0505, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

EUROSOUTH ENTERPRISES CORP.


2. The name and address of the registered agent and office is:

Robert Poblette
12864 Biscayne Blvd.
Suite 211
North Miami, FL 33181

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 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.

SIGNATURE

DATE


06/01/95

P95000046053

EURO SOUTH ENTERPRISES CORP
12864 BISCAYNE BLVD. SUITE 211
NORTH MIAMI FL 33181

OFFICE USE ONLY

800001604818
-10/10/95--01046--008
*****35.00 *****35.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT -9 PM 1:05

SH OCT 13 1995

Examiner's Initials _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 15, 1995

Eurosouth Enterprises Corp.
12864 Biscayne Blvd.
Suite 211
North Miami, FL 33181

SUBJECT: EUROSOUTH ENTERPRISES CORP.
Ref. Number: P95000046053

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please print the name and title of the person signing the Amendment.

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 (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 895A00042541

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT - 9 PM 1:05

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
EUROSOUTH ENTERPRISES CORP

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE FIVE

The name and address of the directors are:

MARIA SOLANGE TALMA 12864 Biscayne Blvd Suite 211
North Miami Fl 33181 ADDED

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: September 01, 1995

FOURTH: Adoption of Amendment(s) (check one)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

(continued)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT -9 10:00 AM '95

Signed this 20 day of September, 19 95.

Signature



(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

ROBERT POBLETTE

Typed or printed name

PRESIDENT

Title

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT -9 PM 1:05