

p.96000033702
PAVING, GARNER, HAYTERFIELD, DALTON, HARRISON & JENNISON
ATTORNEYS AND COUNSELLORS AT LAW

1033 HENDRY STREET
POST OFFICE DRAWER 1807
PORT MYERS, FLORIDA 33908-1807
(840) 334-8195
FAX (840) 338-8743

4035 SOUTH DEL PRADO BOULEVARD
POST OFFICE BOX 88
CAPE CORAL, FLORIDA 33904-0088
(840) 548-3140
FAX (840) 548-0853

ROUTE 803
4894 GOLF CLUB ROAD
WEST PALM BEACH, FLORIDA 33410
(407) 478-3800
FAX (407) 478-0888

MICHAEL A. GENNARO
(840) 548-3140

PLEASE REPLY TO:
CAPE CORAL OFFICE

April 9, 1996

RECEIVED
APR 16 1996
FBI - TAMPA

Corporate Records Bureau
Department of State
Attn: New Filings
P. O. Box 6327
Tallahassee, Florida 32314

RE: EURO-WERBUNG, INC.

Dear Sir:

Enclosed herewith is the original and one copy of the Articles of Incorporation of the above referenced corporation, together with a check in the amount of \$70.00, said check allocated as follows:

\$35.00 filing fee
\$35.00 registered agent fee

Please stamp and return a copy of the Articles of Incorporation which we have prepared. Also, enclosed is a stamped, self-addressed envelope.

Thank you for your cooperation in this matter.

Very truly yours,

Michael A. Gennaro
Michael A. Gennaro

MAG/jms
Encls.

TALLAHASSEE, FLORIDA

APR 15 1996

777 777

8N APR 18 1996

ARTICLES OF INCORPORATION
OF
EURO-WERBUNG, INC.

FILED
JAN 17 1964
TALLAHASSEE FLORIDA

The undersigned do hereby associate themselves together for the purpose of forming a corporation under the laws of the State of Florida under the corporate name EURO-WERBUNG, INC., and hereby set forth and declare:

C H A R T E R

Article I

The name of the corporation shall be EURO-WERBUNG, INC., located at City of Cape Coral, County of Lee, State of Florida.

Article II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

Article III

The authorized capital stock which the corporation may issue shall be 10,000 shares of One (\$1.00) Dollar par value common stock, which shall be nonassessable and held, sold, and paid for at such time and in such manner as the Board of Directors may from time to time determine.

Article IV

The corporation shall commence business on filing with the Secretary of State.

Article V

The corporation shall have perpetual existence, except that the same may be dissolved, as provided by law.

Article VI

The principal place for the transaction of its business shall be 1314 Cape Coral Pkwy., #204, Cape Coral, FL 33904. That said corporation shall have the right and authority to do business at such other place or places within or without the State of Florida as the corporation may, by resolution, designate.

Article VII

The corporation shall have a Board of Directors of not less than one (1) director, which number may be increased or decreased from time to time. The number of directors each year shall be determined by the Shareholders at their annual meeting, unless the number is fixed by the Bylaws.

Article VIII

The Officers by whom the business of said corporation shall be conducted shall be a President, who shall be a Director, a Secretary and a Treasurer and such other officers, agents and factors shall be chosen in such manner, hold their office for such term and have such powers and duties as may be prescribed by the Bylaws or determined by the Board of Directors. The names and post office addresses of the Officers and first Board of Directors who shall conduct the business of the corporation until their successors are elected and qualified following the first meeting of shareholders shall be:

UDO RAUSCHENBERGER President/Secretary/Treasurer/
1314 Cape Coral Pkwy. Director
#204
Cape Coral, FL 33904

ANNE PICHLER Vice President
1314 Cape Coral Pkwy.
#204
Cape Coral, FL 33904

Article IX

The name and post office address of the incorporator of this corporation is as follows:

ANNE PICHLER
1314 Cape Coral Pkwy. #204
Cape Coral, FL 33904

Article X

The amount of indebtedness or liability to which the corporation at any time may subject itself shall be unlimited.

Article XI

The street address of the initial registered office of this corporation is 1314 Cape Coral Pkwy., #204, Cape Coral, FL 33904, and the name of the initial registered agent of this corporation at that address is ANNE PICHLER.

Article XII

This corporation elects to have preemptive rights. Each shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article XIII

The initial Bylaws of this corporation shall be adopted by the Board of Directors. The Bylaws may be amended from time to time by either the shareholders or the directors. The shareholders may amend, alter, or repeal any Bylaw adopted by the directors. The directors may not alter, amend or repeal any Bylaw adopted by the shareholders, nor may the directors adopt Bylaws which would be in conflict with the Bylaws adopted by the shareholders.

Article XIV

Any subscriber or shareholder present at any meeting, either in person, or by proxy, and any directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

Article XV

Each director and officer of the corporation, whether or not then in office, shall be indemnified by the corporation against all cost and expense reasonably incurred or imposed upon him in connection with or arising out of any claim, demand, action, suit or proceeding in which he may be involved or to which he may be made a party by reason of his being or having been a director or officer of the corporation, said expense to include attorney's fees and the cost of reasonable settlement made with a view to curtailment of cost of litigation, except in relation to matters as to which he finally shall be adjudged in any such action, suit, or

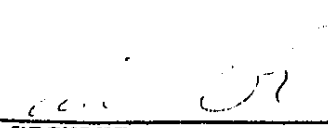
proceeding to have been derelict in the performance of his duty as such officer or director. Such right of indemnification shall not be exclusive of any other rights to which he may be entitled as a matter of law; and the foregoing right of indemnification shall inure to the benefit of the heirs, executors and administrators of any such director or officer.

Article XVI

A director or officer of the corporation shall not be disqualified by his office from dealing or contracting with the corporation either as a vendor, purchaser, or otherwise, nor shall any transaction or contract of the corporation be void or voidable by reason of the fact that any director or officer or any firm of which any director or officer is a member or any corporation of which any director or officer is a shareholder, officer, or director, is in any way interested in such transaction or contract, provided that such transaction or contract is or shall be authorized, ratified, or approved either (a) by a vote of a majority of a quorum of the Board of Directors, without counting in such majority or quorum any director so interested or member of a firm so interested, or a shareholder, officer, or director of a corporation so interested, or (b) by the written consent, or by the vote of any shareholders meeting of the holders of record, of a majority of all the outstanding shares of stock in the corporation entitled to vote, nor shall any director or officer be liable to account to the corporation for any profits realized by or from or through any such transaction or contract authorized, ratified, or

approved as herein provided by reason of the fact that he, or any firm of which he is a member of any corporation of which he is a shareholder, officer, or director, was interested in such transaction or contract. Nothing herein contained shall create liability in the events above described or prevent the authorized approval of such contracts in any other manner permitted by law.

IN WITNESS WHEREOF, I the undersigned being the sole incorporator of the Corporation for the purpose of forming a corporation under the laws of the State of Florida do make, subscribe, acknowledge and file the foregoing Articles of Incorporation, hereby certifying that the facts therein stated are true, and accordingly set my hand and seal at Cape Coral, this 11 day of April, 1996.

 (Seal)
ANNE PICHLER

STATE OF FLORIDA)
)
COUNTY OF LEE)

I HEREBY CERTIFY that before me the undersigned authority, duly authorized to take acknowledgements and administer oaths personally appeared ANNE PICHLER, who is known to me to be, ~~or who has produced~~ _____ as identification proving themselves to be, the person who made and subscribed to the foregoing Articles of Incorporation, and who did not take an oath, and certifies and acknowledges that she made and executed said certificate for the use and purposes therein expressed.

WITNESS my hand and official seal this 11th day of
April, 1996.

James C. [Signature]
(Name of Notary, typed, printed or
stamped), Notary Public

My Commission Expires:

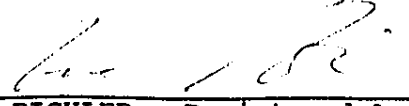
OFFICIAL NOTARY SEAL
JUNE C. SEYMOUR
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC250233
MY COMMISSION EXP. JAN. 16, 1997

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance, with said Act:

First--That EURO-WERBUNG, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Cape Coral, County of Lee, State of Florida, has named ANNE PICHLER, located at 1314 Cape Coral Pkwy., #204, Cape Coral, FL 33904, as its agent to accept service of process within this State.

ACKNOWLEDGEMENTS:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 
ANNE PICHLER , Registered Agent

ALLAH, SSEE, FLORIDA

2015 JUN 26

2015 JUN 26

P96000033702

PAVONDO, GARNER, HAVIERFIELD, DALTON, HARRISON & JENNEN

ATTORNEYS AND COUNSELORS AT LAW

1833 HENDRY STREET
POST OFFICE DRAWER 1807
PORT MYERS, FLORIDA 33908-1807
(841) 334-8188
FAX (841) 338-8843

4835 SOUTH DEL PRADO BOULEVARD
POST OFFICE BOX 88
CAPE CORAL, FLORIDA 33910-0088
(841) 848-3148
FAX (841) 848-8883

SUITE 203
4824 GUN CLUB ROAD
WEST PALM BEACH, FLORIDA 33410
(407) 471-1388
FAX (407) 471-0888

MICHAEL A. GENNARO
(841) 848-3148

PLEASE REPLY TO:
CAPE CORAL OFFICE

June 10, 1996

Corporate Records Bureau
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

900001862649
-06/14/96--01091--003
*****87.50 *****87.50

RE: Euro-Werbung, Inc.

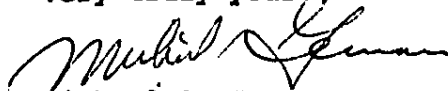
Dear Sir/Madam:

Enclosed herewith is the original and one copy of the Resignation of Registered Agent with reference to the above corporation, together with a check in the amount of \$87.50.

Please file the Resignation and return a stamped copy to me in the enclosed, self-addressed envelope.

Thank you for your cooperation in this matter.

Very truly yours,


Michael A. Gennaro

MAG/jms
Encls.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
96 OCT 14 AM 9:18

NA Resis

TEL OCT 16 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 21, 1996

PAVESE, GARNER, HAVERFIELD, ET.AL,
% MICHAEL GENNARO
SUITE 203, 4524 GUN CLUB ROAD
WEST PALM BEACH, FL 33415

SUBJECT: EURO-WERBUNG, INC.
Ref. Number: P96000033702

We have received your document for EURO-WERBUNG, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The application/form submitted does not meet the requirements of this office; please complete the attached application/form.

There is a balance of \$35.00 due.

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) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 596A00030883

RESIGNATION OF REGISTERED AGENT

RECEIVED
DIVISION OF CORPORATIONS
OCT 14 AM 9:18

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509,

Florida Statutes, the undersigned, ANNE PICHLER
(Name of registered agent)

hereby resigns as Registered Agent for EURO-WERBUNG, INC.
(Name of corporation)

A copy of this resignation was mailed to the above listed corporation at its last known address.
The agency is terminated and the office discontinued on the 31st day after the date on which
this statement is filed.


(Signature of resigning agent)
ANNE PICHLER

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

Fee for filing this document:

\$87.50 - Active corporation
\$35.00 - Administratively dissolved corporation

DIVISION OF CORPORATIONS - P.O. BOX 6327 - TALLAHASSEE, FL 32314

P96000033702

PAVENSIC, GARNIER, HAVENRFIELD, DALTON, HARRISON & JENSON
ATTORNEYS AND COUNSELORS AT LAW

1833 HENDRY STREET
POST OFFICE DRAWER 1807
PORT MYRTLE, FLORIDA 33508-1807
(941) 334-8195
FAX (941) 338-2843

4638 SOUTH DEL PRADO BOULEVARD
POST OFFICE BOX 88
CAPE CORAL, FLORIDA 33910-0088
(941) 842-3148
FAX (941) 842-8883

SUITE 203
4824 SUN CLUB ROAD
WEST PALM BEACH, FLORIDA 33415
(407) 471-0586
FAX (407) 471-0588

MICHAEL A. GENNARO
(941) 842-3148

PLEASE REPLY TO:
CAPE CORAL OFFICE:

October 10, 1996

Corporate Records Bureau
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

600001974076--4
-10/15/96--01108--006
*****35.00 *****35.00

RE: Euro-Werbung, Inc.

Dear Sir/Madam:

Enclosed herewith are the following documents:

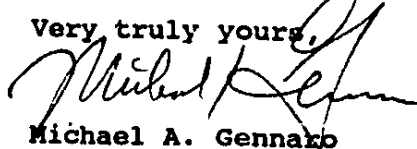
Resignation of Registered Agent (in duplicate)
Officer/Director Resignation (in duplicate)

We have previously forwarded to you a check in the amount of \$87.50. At this time we are enclosing an additional check in the amount of \$35.00. I am also enclosing a copy of your letter dated June 21, 1966.

Please stamp and return a copy of each document in the enclosed, stamped, self-addressed envelope.

Thank you for your cooperation in this matter.

Very truly yours,


Michael A. Gennaro

MAG/jms
Encls.

OFFICE
OCT 14 AM 9:18
SECRETARY OF STATE
DIVISION OF CORPORATIONS
OCT 16 1996



RECEIVED JUN 20 1996

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 21, 1996

PAVESE, GARNER, HAVERFIELD, ET.AL.
% MICHAEL GENNARO
SUITE 203, 4524 GUN CLUB ROAD
WEST PALM BEACH, FL 33415

SUBJECT: EURO-WERBUNG, INC.
Ref. Number: P96000033702

We have received your document for EURO-WERBUNG, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The application/form submitted does not meet the requirements of this office; please complete the attached application/form.

There is a balance of \$35.00 due.

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) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 596A00030883

Florida Department of State, Sandra B. Mortham, Secretary of State

OFFICER / DIRECTOR RESIGNATION


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 14 AM 9:18

I, ANNE PICHLER, hereby resign as Vice President
(Title)

of EURO-WERBUNG, INC.
(Name of Corporation)

a corporation organized under the laws of the State of Florida

That the corporation has been notified in writing of the resignation.


(Signature of resigning officer/director)
ANNE PICHLER

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

P960000 33702

PAVENSIC, GARNIER, HAVIERFIELD, DALTON, HARRISON & JENSEN

ATTORNEYS AND COUNSELORS AT LAW

1633 HENDRY STREET
POST OFFICE DRAWER 1807
FORT MYERS, FLORIDA 33902-1807
(941) 334-8188
FAX (941) 332-2243

4635 SOUTH DEL PRADO BOULEVARD
POST OFFICE BOX 88
CAPE CORAL, FLORIDA 33910-0088
(941) 542-3148
FAX (941) 542-8953

SUITE 203
4824 GUN CLUB ROAD
WEST PALM BEACH, FLORIDA 33410
(407) 471-1366
FAX (407) 471-0522

MICHAEL A. GENNARO
(941) 542-3148

PLEASE REPLY TO:
CAPE CORAL OFFICE

November 19, 1996

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

RE: Euro-Werbung, Inc.

600002012686--1
-11/22/96--01082--016
*****35.00 *****35.00

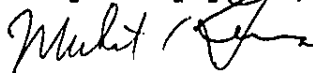
Dear Sir/Madam:

Enclosed herewith is a Statement of Change of Registered Agent for Euro-Werbung, Inc. (in duplicate), together with our check in the amount of \$35.00 for your filing fee.

Please stamp and return a copy to me in the enclosed, stamped, self-addressed envelope.

Thank you for your assistance in this matter.

Very truly yours,



Michael A. Gennaro

MAG/jms
Encls.

*Corrado
Lunde*

FILED
96 NOV 22 AM 10:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of section 607.0502 or 607.1508, Florida Statutes, the under-
signed corporation organized under the laws of the State of Florida, submits
the following statement in order to change its registered office or registered agent, or
both, in the State of Florida.

1. The name of the corporation is: EURO-WERBUNG, INC.

1a. Date of Incorporation April 15, 1996 Document number P96000033702

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

Anne Pichler, 1314 Cape Coral Parkway, #204, Cape Coral, FL 33904

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

Walter J. Remhof

1314 Cape Coral Pkwy, Unit 204, Cape Coral, FL 33904

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

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

SIGNATURE 

(name and title)

CLAUS SCHMITT - President

DATE _____

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 COM-
plete PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 

(Registered Agent)

DATE 10/1/96

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