

PA8000101115



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 052807 4342718

AUTHORIZATION :

Patricia Pigut

COST LIMIT : \$ 105.00

ORDER DATE : December 4, 1998

ORDER TIME : 12:05 PM

ORDER NO. : 052807-005

800002703488--5

CUSTOMER NO: 4342718

CUSTOMER: Donald S. Hart, Jr., Esq
GLENN RASMUSSEN & FOGARTY
GLENN RASMUSSEN & FOGARTY
Suite 1300
100 South Ashley Drive
Tampa, FL 33602

DOMESTIC FILING

NAME: EURO XIII, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPIES (2)

XX CERTIFICATES OF GOOD STANDING (2)

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

JP 12/4/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 DEC -4 PM 2:46

RECEIVED
XXI-4 PM 1:10
DEC -4
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

EURO XIII, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC -4 PM 2:46

The undersigned, acting as the incorporator of Euro XIII, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is: **Euro XIII, Inc.**

ARTICLE II. PURPOSE

The corporation may transact any or all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act.

ARTICLE III. TERM OF EXISTENCE

The existence of the corporation will commence at the time and on the date these Articles of Incorporation are filed with the Florida Department of State and shall have perpetual existence thereafter.

ARTICLE III. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal business office and mailing address of the corporation is c/o Euro American Management, Inc., 4350 W. Cypress Street, Suite 250, Tampa, Florida 33607.

ARTICLE IV. CAPITAL STOCK

The number of shares of capital stock that the corporation is authorized to issue is 100 shares of common stock, having a par value of \$.10 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 4350 W. Cypress Street, Suite 250, Tampa, Florida 33607, and the name of the corporation's initial registered agent at that address is Bruce D. Burdge.

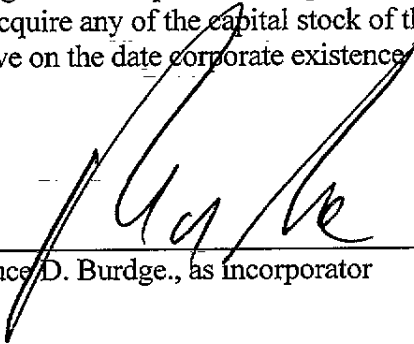
ARTICLE VI. INCORPORATOR

The name and street address of the incorporator are:

Bruce D. Burdge
4350 W. Cypress Street, Suite 250
Tampa, Florida 33607

The incorporator assigns to this corporation his rights under Section 607.0201, FLORIDA STATUTES, to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he has as incorporator to acquire any of the capital stock of this corporation; this assignment shall become effective on the date corporate existence begins.

EXECUTED: December 2, 1998



Bruce D. Burdge., as incorporator

1859-802.

ACCEPTANCE OF REGISTERED AGENT

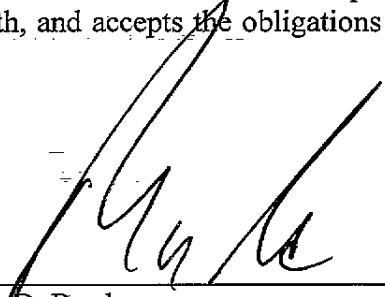
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Pursuant to Sections 48.091 and 607.0501, FLORIDA STATUTES, the following is submitted:

That Euro XIII, Inc., desiring to organize as a corporation under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Incorporation, at 4350 W. Cypress Street, Suite 250, Tampa, Florida 33607, has named Bruce D. Burdge as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for Euro XIII, Inc., at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 607.0501, FLORIDA STATUTES.

DATE: December 2, 1998.



Bruce D. Burdge