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LAW OFFICES OF
DUNLAP & MORAN, P.A.

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December 3, 1998

File No. 4417-1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC -7 AM 8:18

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32304

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-12/07/98--01117--001
****122.50 *****78.75

Re: **DESTINATION EUROPE, INC.**

Dear Sir or Madam:

Please find **enclosed** original and duplicate of the Articles of Incorporation for the above-referenced corporation, together with a check in the amount of \$122.50 to cover the following items:

Filing of Articles of Incorporation	\$ 35.00
Certified copy of Articles	52.50
Registered Agent filing fee	<u>\$ 35.00</u>
	\$122.50

I would appreciate your returning to me the certified copy.

Thank you for your attention to this matter.

Very truly yours,

DUNLAP & MORAN, P.A.

by John W. Chapman, Jr.
John W. Chapman, Jr., for the Firm

Enclosures

JWC:slm\clients\4417-1\SEC-STAT.LT

D. BROWN DEC - 9 1998

ARTICLES OF INCORPORATION
OF
DESTINATION EUROPE, INC.

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The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is: DESTINATION EUROPE, INC.

ARTICLE II - TERM OF EXISTENCE

The date and time when corporate existence shall commence shall be the date of filing of these Articles with the Department of State, and the Corporation shall have perpetual existence thereafter.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 1727

Waldemere Street, Sarasota, Florida, 34239.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 1727 Waldemere Street, Sarasota, Florida, 34239, and the Registered Agent at such office is Silke Kuschnitzky.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The initial director of the Corporation shall be:

Name

Address

Silke Kuschnitzky

1727 Waldemere Street, Sarasota, Florida, 34239

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

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

Name

Address

Silke Kuschnitzky

1727 Waldemere Street, Sarasota, Florida, 34239

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The undersigned has executed these Articles this 25th day of November, 1998.

Silke Kuschnitzky
Silke Kuschnitzky
Incorporator

Having been named as Registered Agent and to accept service of process for , at the place designated in the Articles, 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.

11/25/98
Date

Silke Kuschnitzky
Silke Kuschnitzky
Registered Agent

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