

PP9000005805



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 105367 4342718

AUTHORIZATION :

COST LIMIT : \$ 105.00

Patricia Puyat

ORDER DATE : January 20, 1999

ORDER TIME : 12:09 PM

700002748357--0

ORDER NO. : 105367-005

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 XV, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY **TWO**
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING **TWO**

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

(4)

FILED
99 JAN 20 PM 3:40
RECEIVED
99 JAN 20 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

Dmc
1-20-99

ARTICLES OF INCORPORATION
OF
EURO XV, INC.

FILED
99 JAN 20 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation is: **Euro XV, 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 c/o Glenn Rasmussen & Fogarty, P.A., 100 South Ashley Drive, Suite 1300, Tampa, Florida 33602, and the name of the corporation's initial registered agent at that address is Donald S. Hart, Jr.

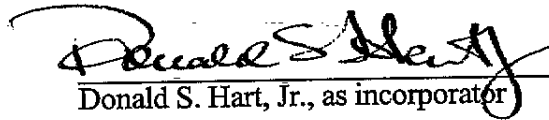
ARTICLE VI. INCORPORATOR

The name and street address of the incorporator are:

Donald S. Hart, Jr.
c/o Glenn Rasmussen & Fogarty, P.A.
100 South Ashley Drive, Suite 1300
Tampa, Florida 33602

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: January 19, 1999.


Donald S. Hart, Jr., as incorporator

1859--1801.

FILED

ACCEPTANCE OF REGISTERED AGENT

99 JAN 20 PM 3:40

Pursuant to Sections 48.091 and 607.0501, FLORIDA STATUTES, the following is submitted:
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

That Euro XV, 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 c/o Glenn Rasmussen & Fogarty, P.A., 100 South Ashley Drive, Suite 1300, Tampa, Florida 33602, has named Donald S. Hart, Jr. as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for Euro XV, 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: January 19, 1999.


Donald S. Hart, Jr.