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ACCOUNT NO. : 072100000032

REFERENCE : 116424 7126668

AUTHORIZATION :

Patricia Pijet

COST LIMIT : \$ 70.00

ORDER DATE : January 28, 1999

ORDER TIME : 4:27 PM

ORDER NO. : 116424-015

000002764240--4

CUSTOMER NO: 7126668

CUSTOMER: Mr. James Amburn
EURO-AMERICAN FINANCIAL
EURO-AMERICAN FINANCIAL
Suite 1
5117 Castello Drive
Naples, FL 34103

DOMESTIC FILING

NAME: GLOBAL ADVERTISING & MARKETING,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -3 AM 10:11

RECEIVED
99 FEB -3 PM 4:43
DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -3 AM 10:11

ARTICLES OF INCORPORATION
OF
GLOBAL ADVERISING & MARKETING, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GLOBAL ADVERISING & MARKETING, INC.

The address of the principal office of this corporation shall be 5117 Castello Drive, Suite 1, Naples, Florida 34103, and the mailing address of the corporation shall be the same.

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. CAPITAL STOCK

The maximum 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 no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 5117 Castello Drive, Suite 1, Naples, Florida, 34103, and the name of the initial registered agent of the corporation at that address is James W. Amburn.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Michael Weiss
Dir.

Steinmatten 6A, 79194
Gundelfingen, Germany

ARTICLE VII. INCORPORATOR

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

The Company Corporation
1013 Centre Road
Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on January 28, 1999.

Deborah D. Skipper
Its Incorporator, Deborah D. Skipper

DBC/ANGIE GLISAR

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 FEB -3 AM 10:11

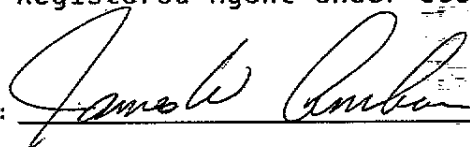
ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

James W. Amburn, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

GLOBAL ADVERTISING & MARKETING, INC.

James W. Amburn is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:



Typed Name: James W. Amburn