

P99000012825

LOUISE BRAND
4444 TAMiami TRAIL NORTH STE #1
NAPLES FL 34103

941 262 3937

JANUARY 25, 1999

SECRETARY OF STATE
DIVISION OF CORPORATIONS
PO BOX 6327
TALLAHASSEE FL 32301

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-02/08/99--01100--014
*****78.75 *****78.75

GENTLEMEN:

ENCLOSED HERewith PLEASE FIND CHARTER FOR EUROPE ONLINE, INC.
ALONG WITH MY CHECK FOR \$ 78.75 TO COVER THE COSTS OF
RECORDING AS FOLLOWS:

FILING FEE	\$	35.00
REGISTERING REGISTERED AGENT		35.00
CERTIFIED COPY OF CHARTER		8.75

TOTAL	\$	78.75
		=====

THANKING YOU IN ADVANCE FOR YOUR COOPERATION IN THIS MATTER, I REMAIN

VERY TRULY YOURS,

Louise Brand
LOUISE BRAND

99 FEB - 8 AM 8:15
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK FEB 1 0 1999

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, Florida Statutes Chapter 607, does hereby adopt the following Articles of Incorporation.

ARTICLES OF INCORPORATION
OF
EUROPE ONLINE, INC.

I. NAME

The name of the corporation is: EUROPE ONLINE, INC.

II. NATURE OF BUSINESS

The corporation may engage in any activity of business permitted by law.

III. PRINCIPAL OFFICE

The principal office of the corporation is
4444 Tamiami Trail North . Suite # 1 Naples FL 34103

IV. MAILING ADDRESS

The mailing address of the corporation is
4444 Tamiami Trail North . Suite # 1 Naples FL 34103

V. SHARES

The number of shares that the corporation is authorized to issue is ONE HUNDRED (100) shares. The shares shall be of single class and shall have a par value of one dollar (\$1.00) per share.

VI. REGISTERED OFFICE AND AGENT

The street address of the registered office of the corporation is: 4444 Tamiami Trail North - Suite #1 Naples, Florida 34103, and the name of its initial registered agent at such address is: LOUISE BRAND

VII. INCORPORATOR:

The name and address of the incorporator is:

Louise Brand
4444 Tamiami Trail North Ste # 1
Naples FL 3103

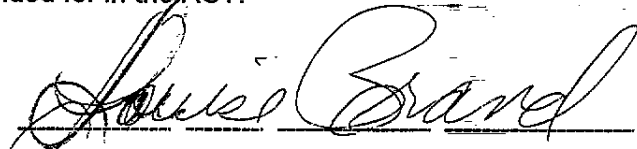
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TALLAHASSEE, FLORIDA

VIII. MANAGEMENT OF THE CORPORATION

The corporation shall not have a board of directors. Rather, all of the powers and duties conferred and imposed upon a board of directors by the ACT shall be exercised and performed by the shareholder.

IX. INDEMNIFICATION

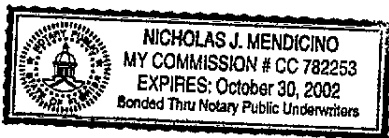
The corporation shall indemnify any present or past officer, employee, or agent of the corporation in the manner set out and provided for in the ACT.



Louise Brand, Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

Before me personally appeared LOUISE BRAND, to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 24 day of January 1999

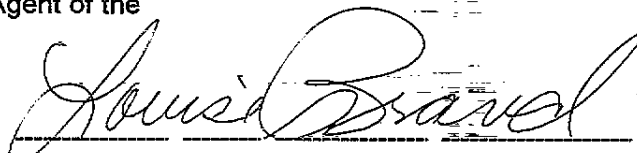



NOTARY PUBLIC
State of Florida at Large

My commission expires: 10/30/02

ACCEPTANCE BY REGISTERED AGENT

I hereby accept appointment as Registered Agent of the corporation.


LOUISE BRAND

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TALLAHASSEE, FLORIDA