

999000021618



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 157061 142945A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : March 4, 1999

ORDER TIME : 3:41 PM

ORDER NO. : 157061-015

400002795314--6

-03/05/99--01002--016

*****70.00 *****70.00

CUSTOMER NO: 142945A

CUSTOMER: Mr. Robert Tememe
JURIS-CONSULTANTS, INC.
JURIS-CONSULTANTS, INC.
5770 S.w. 55th Street

Miami, FL 33155

DOMESTIC FILING

NAME: EURO-DEALS, CORP.

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: James Guy

EXAMINER'S INITIALS:

2555
W99-5465

FILED
STATE
SECRETARY OF
CORPORATIONS
99 MAR -4 AM 11:02

RECEIVED
99 MAR -4 PM 4:38
DIVISION OF
CORPORATION



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 MAR -4 AM 11:02

March 5, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: EURO-DEALS, CORP.
Ref. Number: W99000005465

We have received your document for EURO-DEALS, CORP.. However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 799A00010370

RESUBMIT
Please give original
submission date as file date.

RECEIVED
99 MAR -8 PM 3:53
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

EURO-DEALS, CORP.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 MAR -4 AM 11:02

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

EURO-DEALS, CORP.

ARTICLES II. NATURE OF BUSINESS

The nature of the business to be transacted by this corporation is:

Purchase, sale, export and import of new and used vehicles and related equipment, general business; investments; etc.

To conduct business in, have one or more officers in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is ONE THOUSAND (1,000) shares of common stock having a nominal of \$1.00 par value.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which the corporation will begin business is: ONE THOUSAND (\$1,000.00) Dollars.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of the initial office of this corporation in the state of Florida is:

651 Seabreeze Blvd., Ft. Lauderdale, FL 33316

The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII. DIRECTORS

The corporation shall have three Directors initially.

The number of Directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS AND OFFICERS

The name and post office addresses of the members of the first Board of Directors and first officers are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Dominique Coudert	651 Seabreeze Blvd., Ft. Lauderdale, FL 33316	President/Director
Eric Baudry	651 Seabreeze Blvd., Ft. Lauderdale, FL 33316	Treasurer/Director
Vincent Wilfried	651 Seabreeze Blvd., Ft. Lauderdale, FL 33316	Secretary/Director
Robert Tememe	651 Seabreeze Blvd., Ft. Lauderdale, FL 33316	Assistant Secretary

ARTICLE IX. SUBSCRIBERS

The name and post office address of each subscriber to these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Dominique Coudert	651 Seabreeze Blvd., Ft. Lauderdale, FL 33316
Eric Baudry	651 Seabreeze Blvd., Ft. Lauderdale, FL 33316
Vincent Wilfried	651 Seabreeze Blvd., Ft. Lauderdale, FL 33316

ARTICLE X. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is CORPORATION SERVICE COMPANY.

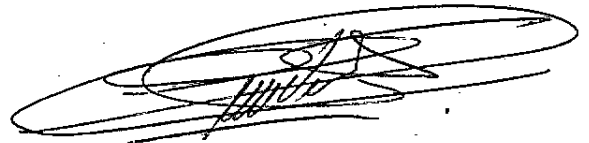
ARTICLE XI. INDEMNIFICATION

The corporation shall indemnify any officer or director, to the full extent permitted by law.

ARTICLE XII. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at stockholders' Meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2nd day of March, 1999.



Dominique Coudert
Incorporator

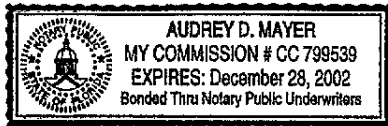
STATE OF FLORIDA)
) S.S
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the County and State above to take acknowledgments, personally appeared Dominique Coudert to me known to be the person described as Subscriber in and who executed the foregoing Articles of Incorporation, for the purposes therein expressed.

IN WITNESS WHEREOF, I have set my hand and official seal in the State and County above, this
2nd day of March 1999.

Audrey D. Mayer
Notary Public
State of Florida at Large

My Commission Expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE OF DESIGNATION 99 MAR -6 AM 11:02
REGISTERED AGENT / REGISTERED OFFICE

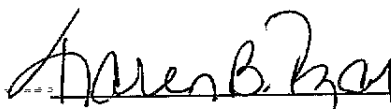
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office /Registered Agent in the State of Florida.

1. The name of the Corporation is: **EURO-DEALS, CORP.**
2. The name of the Registered Agent and address of the Registered Office is:
CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301



Dominique Coudert
Title: President/Director/Incorporator
Date: March 2, 1999

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in that 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 obligation of my position as Registered Agent.



By:

Karen B. Rozar, As Its Agent

, Registered Agent