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Swann, Hadley & Alvarez, P.A.
Attorneys and Counselors at Law

Reply To:

Pervie P. Swann (1895 - 1984)

P. Raul Alvarez, Jr.
Stuart P. Buchanan
Peter F. Carr, Jr.
Ralph V. Hadley, III
Thomas H. Justice, III
Jeffrey P. Milhausen
Kimberly M. Reid
Mark H. Ruff
Richard R. Swann
Todd W. Watson
Griffith J. Winthrop, III

Winter Park Office

16 April, 1999

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Of Counsel:
L. Pharr Abner

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-04/21/99-01045-006
*****70.00 *****70.00

Re: **ArtEuropa, Inc.**

Dear Sir or Madam:

I enclose the following:

1. Executed original and 1-copy of Articles of incorporation including Acceptance of Registered Agent Designated in Articles; and
2. Our firm's check in the amount of \$70 in payment of:
 - a) Profit corporation filing fee \$35.00
 - b) Registered Agent Designation \$35.00

Please file the enclosed Articles and return a stamped copy to this office.

Sincerely yours,

RALPH V. HADLEY, III

FILED
99 APR 21 AM 11:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RVH,III/ja
Encs.

RMP
4/23/99

ARTICLES OF INCORPORATION

OF

ArtEuropa, Inc.

FILED

99 APR 21 AM 11:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: **ArtEuropa, Inc.**

The address of the principal office of this corporation shall be 3439 Maggie Boulevard, Orlando, Florida 32811, 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 7,500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 3439 Maggie Boulevard, Orlando, Florida 32811, and the name of the initial registered agent of the corporation at that address is Alfonso T. Arribas.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

The names and street addresses of the initial Officers and Directors who shall hold office for the first year of the corporation, or until their successor is elected or appointed are:

President: Alfonso T. Arribas

Secretary/Treasurer: Modesto De LA Iglesia

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

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

Alfonso T. Arribas
3439 Maggie Boulevard
Orlando, Florida 32725

IN WITNESS WHEREOF, the undersigned being the sole subscriber to these Articles of Incorporation, does hereby make and file the Articles of Incorporation, and certifies that the facts herein stated are true, and accordingly, has hereunto set his hand and seal this 15th day of April, 1999.


ALFONSO T. ARRIBAS

STATE OF FLORIDA
COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me this 15th day of April, 1999 by Alfonso T. Arribas, who is personally known to me.

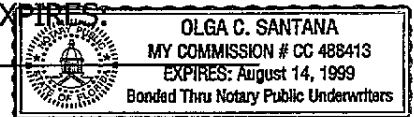
NOTARY PUBLIC

(Sign) Olga C. Santana
(Print) Olga C. Santana

STATE OF FLORIDA AT LARGE (SEAL)

MY COMMISSION EXPIRES:

COMMISSION NO. _____



**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Alfonso T. Arribas, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under §607.0505, Florida Statutes.

Alfonso T. Arribas
Alfonso T. Arribas