



THE UNITED STATES
CORPORATION
COMPANY

P 99000037382

FILED

99 APR 23 AM 9:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 216907 7103152

AUTHORIZATION :

Patricia Pujut

COST LIMIT : \$ 70.00

ORDER DATE : April 23, 1999

ORDER TIME : 4:21 PM

ORDER NO. : 216907-005

CUSTOMER NO: 7103152

000002850850--5

CUSTOMER: Harold J. Webre, Esq
GOODLETTE COLEMAN & JOHNSON,
GOODLETTE COLEMAN & JOHNSON,
Suite 300
4001 Tamiami Trail North
Naples, FL 34103

DOMESTIC FILING

NAME: FRITZ INVESTMENT, 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: Mimi Stephens

EXAMINER'S INITIALS:

PA
4/26/99 ✓

RECEIVED

99 APR 23 PM 4:44

**ARTICLES OF INCORPORATION
OF
FRITZ INVESTMENT, INC.**

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TALLAHASSEE, FLORIDA

**ARTICLE I
CORPORATE NAME**

The name of the Corporation is: FRITZ INVESTMENT, INC., a Florida corporation.

**ARTICLE II
CAPITAL STOCK AND SHAREHOLDERS**

The aggregate number of shares which this Corporation shall have authority to issue is ONE THOUSAND (1,000) shares of common stock, the par value of each such share being ONE HUNDRED DOLLARS (\$100.00).

**ARTICLE III
INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors of the Corporation is five (5), and the names and addresses of the persons who shall serve as members of the Board of Directors until the election of their successors are as follows:

<u>Name</u>	<u>Address</u>
Sigrid Fritz	Spreuerbergstrasse 51 D-74199 Unterheinriet, Germany
Claus Ernst	Spreuerbergstrasse 51 D-74199 Unterheinriet, Germany
Bianca Tagliaferri	Im Eichenstock 6 D-74199 Unterheinriet, Germany
Tina Held	Im Eichenstock 6 D-74199 Unterheinriet, Germany
Nicole Tagliaferri	Neckarstrasse 9 D-74354 Besigheim

ARTICLE IV
INITIAL OFFICERS

The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President and Secretary	Sigrid Fritz	Spreuerbergstrasse 51 D-74199 Unterheinriet, Germany
Vice President and Treasurer	Claus Ernst	Spreuerbergstrasse 51 D-74199 Unterheinriet, Germany

ARTICLE V
INCORPORATOR

The sole incorporator of the Corporation is Harold J. Webre, Esquire, of Goodlette, Coleman & Johnson, P.A., whose address is 4001 Tamiami Trail North, Suite 300, Naples, Florida 34103.

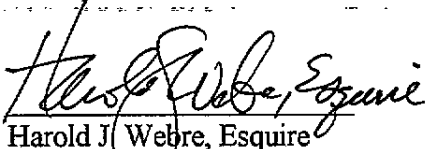
ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: 4001 Tamiami Trail North, Suite 265, Naples, Florida 34103, and the name of the initial registered agent of this Corporation at that address is: Euro-American Consulting, Inc., a Florida corporation.

ARTICLE VII
PRINCIPAL OFFICE

The address of the principal office of this Corporation shall be: 4001 Tamiami Trail North, Suite 265, Naples, Florida 34103.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of
Incorporation on this 21st day of April, 1999.


Harold J. Webre, Esquire
Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, AND SECTION 607.0501, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

THAT FRITZ INVESTMENT, INC., desiring to organize or qualify under the laws of the
State of Florida, with its principal place of business located at 4001 Tamiami Trail North, Suite 265,
Naples, Florida 34103, has named Euro-American Consulting, Inc., a Florida corporation, located at
4001 Tamiami Trail North, Suite 265, Naples, Florida 34103, as its registered agent to accept service
of process within Florida.

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 agree to accept the appointment as
registered agent and agree to act in this 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 obligations of my position as registered agent.

Euro-American Consulting, Inc., a
Florida corporation

Dated: April 21, 1999

By: 
Rainer N. Filthaut
Its: President