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EUROPE 2000 DISTRIBUTOR, INC.
2126 N.E. 187TH STREET
N. MIAMI BEACH, FLORIDA 33179

December 7, 1999

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

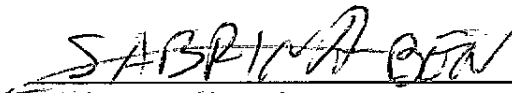
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*****78.75 *****78.75

Re: *Europe 2000 Distributor, Inc.*

Dear Madam or Sir:

Enclosed herewith are the Articles of Incorporation for *Europe 2000 Distributor, Inc.*, and our check in the amount of \$78.75 for filing fees.

Respectfully submitted:


Sabrina Ben-Shmuel

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FILED
99 DEC 15 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN DEC 17 1999

CERTIFICATE OF INCORPORATION
OF
EUROPE 2000 DISTRIBUTOR, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a Corporation under the Laws of the State of Florida, by and under the provision of the Statutes of the said State of Florida.

ARTICLE I

This name of the Corporation shall be:

Europe 2000 Distributor, Inc.

ARTICLE II

The Corporation may engage in any activity or business permitted under the Laws of the United State and the state of Florida.

ARTICLE III

The maximum number of shares of capital stock that this Corporation is authorized to have outstanding at any time is THOUSAND (1,000) shares of common stock, having a par value of ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE IV

The amount of capital with which this Corporation will begin business will be the sum of not less than FIVE HUNDRED (\$500) DOLLARS.

ARTICLE V

This Corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street of the principal office of the Corporation shall be:

**2126 N.E. 187th Street
N. Miami Beach, Florida 33179**

ARTICLE VII

The number of directors of this Corporation shall be at least one (1) and not more than five (5).

ARTICLE VIII

The name(s) and street address(es) of the member of the first Board of Directors of this Corporation is (are) as follows:

**Sabrina Ben-Shmuel
2126 N.E. 187th Street
N. Miami Beach, Florida 33179**

ARTICLE IX

The name and street address of the person signing these Articles of Incorporation is subscribed as follows:

**Sabrina Ben-Shmuel
2126 N.E. 187th Street
N. Miami Beach, Florida 33179**

ARTICLE X

The Corporation existence of this corporation shall begin the date the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned, Sabrina Ben-Shmuel, a natural person competent to contract, has hereunto set his/her name seal this _____ day of _____, 1999.

SABRINA BEN (Seal)
Sabrina Ben-Shmuel

**CERTIFIED DESIGNATING PLACE OF BUSINESS OF DOMICILE
FOR THE SERVICE WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, compliance with said Act:

FIRST: Europe 2000 Distributor, Inc., desiring to organize under the Laws of the State of Florida with its principal office as described in the Articles of Incorporation, located in the County of Dade, State of Florida, has appointed Sabrina Ben-Shmuel, 2126 N.E. 187th Street, N. Miami Beach, Florida 33179, as its agent to accept services of process with this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above state Corporation, at the place designed in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By SABRINA BEN
Sabrina Ben-Shmuel - Resident Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA