

P01000063283

Law Offices of

William J. Motyczka

Attorney at Law

William J. Motyczka

Park Place of Kendall
13410 S.W. 128th Street
Miami, FL 33186

Telephone: (305) 251-4488

Telecopier: (305) 251-8682

June 19, 2001

Secretary of State
Division of Corporations
P.O. Box 5588
Tallahassee, Florida 32314

600004439106--2
-06/25/01--01089--005
*****70.00 *****70.00

Re: The Incorporation of Belize Tours, Incorporated;
Our File No.: 6079

To Whom It May Concern:

Enclosed you will the following items:

1. Check # 11868 in the amount of Seventy and 00/100 (\$70.00) for the filing of the above matter.
2. The original signed notarized Articles of Corporation for Belize Tours, Incorporated.

Very truly yours,

LAW OFFICES OF
WILLIAM J. MOTYCZKA

By: 
William J. Motyczka, Esq.

ENCLOSURE (s): as noted

WJM/dlh

cc: Anna Pollack

FILED
01 JUN 25 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6/26

ARTICLES OF INCORPORATION

OF

Belize Tours, Incorporated

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation shall be:

Belize Tours, Incorporated

ARTICLE TWO

This corporation is to have a perpetual existence.

ARTICLE THREE

The initial street address of the corporation's principal office is:

13412 SW 128th Street
Miami, Florida 33186

ARTICLE FOUR

The purpose for which this corporation is formed is: to engage in any activities or business permitted under the law of the United States and/or under the Laws of the State of Florida.

ARTICLE FIVE

The corporation is authorized to issue (100) shares of common stock with a par value of ten (\$0.10) cents, per share.

FILED
01 JUN 25 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE SIX

The name and street address of the corporation's initial registered agent and office are as follows:

REGISTERED AGENT

William J. Motyczka, Esquire

REGISTERED ADDRESS

13410 SW 128th Street
Miami, Florida 33186

ARTICLE SEVEN

The corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time, pursuant to the By-laws of the corporation, but in no event shall there be less than one (1) director. The name (s) and address (s) of the persons comprising the initial Board of Directors, who shall hold office for the first year of the corporation's existence, or until successors are elected and qualified, as follows:

NAME

Michael Feinstein

ADDRESS

13412 SW 128th Street
Miami, Florida 33186

ARTICLE EIGHT

The name and address of the incorporator is as follows:

NAME

Michael Feinstein

ADDRESS

13412 SW 128th Street
Miami, Florida 33186

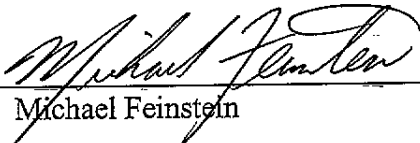
ARTICLE NINE

The corporation may be dissolved at any time by (i) unanimous written of the share holders; or (ii) on the affirmative vote of the holders of at least two thirds (2/3rds) of the outstanding shares of the corporation entitled to vote thereon. Upon dissolution, the corporate property and assets shall, after payments of all debts of the corporation, be to the shareholders pro rata, each shareholder to participate in the distribution in direct portion to the number of shares held by him or her.

ARTICLE TEN

The corporation may be empowered to indemnify any present and/or former officer or director in the manner set out and provided for in the By-laws of the corporation.

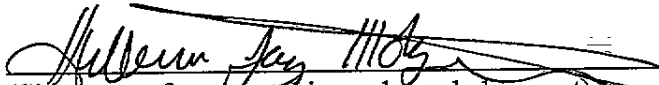
IN WITNESS WHEREOF, I, the undersigned incorporator of this corporation, have executed these Articles of Incorporation this 11th day of June, 2001.



Michael Feinstein

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 11th day of June, 2001, by Michael Feinstein, who is personally known to me.


(Signature of person taking acknowledgement)

WILLIAM JAY MOTYCZKA
(Printed name of person taking acknowledgement)



William Jay Motyczka
Commission # CC 995681
Expires March 10, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to Florida Statute Sec. 607.034, the corporation named below hereby designates the person or corporation named below to serve as the corporation's registered agent for the service of process within the State of Florida:

NAME OF CORPORATION: BELIZE TOURS INCORPORATED

NAME OF REGISTERED AGENT: WILLIAM J. MOTYCZKA, ESQUIRE

ADDRESS OF REGISTERED OFFICE 13410 SW 128 STREET,
MIAMI, FLORIDA. 33186

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

The undersigned hereby accepts and agrees to the foregoing designation of the undersigned as registered agent for the above named corporation this 11th day of JUNE, 2001.

[Signature]
William J. Motyczka

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledge before me this 11th day of JUNE, 2001, by WILLIAM J. MOTYCZKA, who is personally known to me.

[Signature]
(Signature of the person taking acknowledgement)

Sheila G. Stalvey
(Printed Name of the person taking acknowledgement)

FILED
01 JUN 25 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

