



# P010000078540

ACCOUNT NO. : 072100000032

REFERENCE : 410892 169624A

AUTHORIZATION :

COST LIMIT : \$ 70.00

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

2001 AUG -9 PM 3:53

FILED

ORDER DATE : August 9, 2001

ORDER TIME : 2:28 PM

ORDER NO. : 410892-005

CUSTOMER NO: 169624A

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CUSTOMER: Kevin A. Denti, Esq  
Buckingham Doolittle &  
Burroughs  
Suite 201  
5551 Ridgewood Drive  
Naples, FL 34108

DOMESTIC FILING

NAME: GOLDEN TRITON CRUISE LINES,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

DIVISION OF CORPORATION

01 AUG -9 PM 3:10

RECEIVED

25 8/9/01

ARTICLES OF INCORPORATION  
OF  
GOLDEN TRITON CRUISE LINES, INC.

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I.  
CORPORATE NAME

The name of this Corporation is Golden Triton Cruise Lines, Inc.

ARTICLE II.  
CAPITAL STOCK

The aggregate number of shares which this Corporation shall have authority to issue is ten million (10,000,000) common shares of stock having a par value of ZERO AND 01/100 (\$0.01) DOLLARS. Common shares shall be the only class of shares which this Corporation shall have authority to issue.

ARTICLE III.  
INCORPORATOR

The name and address of the Incorporator is:

NameAddress

Kevin A. Denti

5551 Ridgewood Drive, Suite 201  
Naples, Florida 34108

ARTICLE IV.  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 2500 N. Military Trail, Suite 480, Boca Raton, Florida 33431, and the name of the initial registered agent of this Corporation at that address is BDB Agent Co.

**ARTICLE V.**  
**PRINCIPAL OFFICE**

The address of the principal office of this Corporation shall be 17 Madison Avenue, Apt. #40, Madison, NJ 07940.

**ARTICLE VI**  
**BOARD OF DIRECTORS**

The names of the initial Directors of this Corporation are Rolf H. Lengner, Rolf J. Lengner, James P. Lengner, William A. Lengner, Mary P. Kramer, and Thomas E. Lengner.

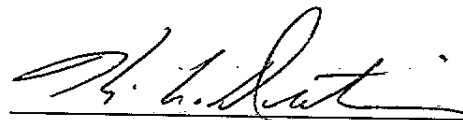
**ARTICLE VII**  
**BUSINESS PURPOSE**

The purpose and function of this Corporation shall be to engage in all lawful business enterprises.

**ARTICLE VIII**  
**DURATION**

The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on August 8, 2001.

  
Kevin A. Denti, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND  
NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

**FILED**

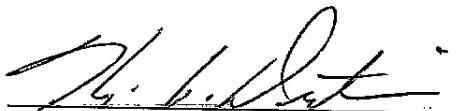
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

That Golden Triton Cruise Lines, Inc., desiring to organize under the laws of the State of Florida, with its principal place of business located at 17 Madison Avenue, Apt. #40, Madison, NJ 07940, has named BDB Agent Co., located at 2500 N. Military Trail, Suite 480, Boca Raton, Florida 33431, as its registered agent to accept service of process within the State of Florida.

Dated: August 8, 2001

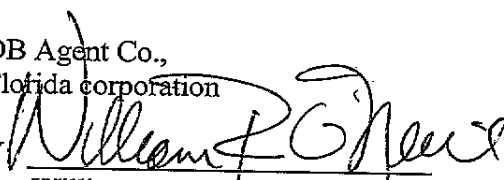
  
Kevin A. Denti, Incorporator

Having been named to accept service of process for the above-stated Corporation at the place designated in this Certificate, BDB Agent Co. hereby agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

Dated: August 8, 2001

BDB Agent Co.,  
a Florida corporation

BY

  
William R. O'Neill, Vice President