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NUSSBAUM & NUSSBAUM
ATTORNEYS AT LAW

100 EXECUTIVE CENTER DRIVE SUITE 102
JACKSONVILLE, FLORIDA 32207

STATE OF FLORIDA
95 AUG 29 11:10:10

WILLIAM NUSSBAUM
BOARD CERTIFIED REAL ESTATE LAWYER
MARY STEPHENSON NUSSBAUM

TELEPHONE
10041 398-1148
FACSIMILE 10041 398-1519

August 24, 1995

Secretary of State
Corporate Records Bureau
P.O. Box 6327
Tallahassee FL 32314

EFFECTIVE DATE
8/24/95

900001571659
-08/29/95--01017--019
*****78.75 *****78.75

Re: Jux Travel, Inc.

Gentlemen or Ladies:

Enclosed are Articles of Incorporation for the above corporation, together with my statement of acceptance of appointment as registered agent.

My office account check for \$78.75 is enclosed for the filing fee, designation of registered agent, and for a certificate of status. Please file these and then send to this office your notice of filing and a certificate of status.

Thank you for attending to this for me.

Very truly yours,

William Nussbaum

William Nussbaum

WN/
encl.
cc: client(s)

cf 8/30/95

EFFECTIVE DATE

8/24/95

ARTICLES OF INCORPORATION

JAX TRAVEL, INC.

FILED
OFFICE OF THE CLERK OF THE STATE
CORPORATIONS

95 AUG 23 AM 10:19

The undersigned subscriber, a natural person competent to contract, hereby presents these Articles for the formation of a corporation under the laws of the State of Florida.

ARTICLE I
CORPORATE NAME

The name of this corporation is JAX TRAVEL, INC.

ARTICLE II
CORPORATE EXISTENCE

The existence of this corporation shall commence on the signing of these Articles of Incorporation and shall exist perpetually thereafter, unless sooner dissolved according to law.

ARTICLE III
PURPOSE

The general nature of the business to be transacted by this corporation is to operate as a travel agent at one or more locations, and for the purpose of transacting any and all other lawful business or businesses as the stockholders may decide.

ARTICLE IV
PRINCIPAL OFFICE

The address and principal office of this corporation is 1851 Executive Center Drive, Suite 102, Jacksonville, FL 32207.

ARTICLE V
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of capital stock having a nominal or par value of \$1.00 per share.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1851 Executive Center Drive, Suite 102, Jacksonville, Florida 32207, and the name of the initial registered agent of this corporation at that address is William Nussbaum.

ARTICLE VII
MANAGEMENT

The business and activities of this corporation shall be managed by the stockholders of the corporation, and this corporation shall have no Board of Directors.


ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles is: William Nussbaum,
1851 Executive Center Drive, Suite 102, Jacksonville, Florida 32217.

ARTICLE IX
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21st day of August, 1995.

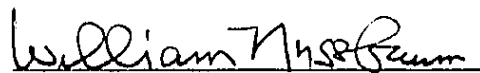

WILLIAM NUSSBAUM

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 AUG 29 AM 10:19

REGISTERED AGENT'S ACCEPTANCE

I, WILLIAM NUSSBAUM, having been named as the initial registered agent of JAX TRAVEL, INC., do hereby accept said appointment, and state that I am familiar with and accept the obligations of that position as set forth in § 607.0501(3), Florida Statutes, 1993.



WILLIAM NUSSBAUM
REGISTERED AGENT
1851 Executive Center Drive
Suite 102
Jacksonville, Florida 32207

August 24, 1995