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LAW OFFICES
ROBERT L. FELDMAN
300 REVILLA AVENUE
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CORAL GABLES, FLORIDA 33134
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FILED
MAR 18 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

26 February, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

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****122.50 ****122.50

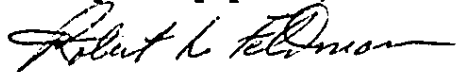
Re: Sunward Tours, Inc.

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of Articles of Incorporation, as well as an original Certificate of Registered Agent for the above-referenced corporation. Also enclosed please find our check in the amount of \$122.50, representing Charter Tax, filing fee, Registered Agent fee and Certified Copy fee.

Your prompt cooperation in filing these Articles of Incorporation and forwarding the appropriate documents thereon to the undersigned will be greatly appreciated.

Very truly yours,



ROBERT L. FELDMAN

RLF:lf
Enclosures

F. CHESSEY MAR 2 1 1996

W96 5085



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 7, 1996

ROBERT L. FELDMAN ESQUIRE
309 SEVILLA AVE STE 305
CORAL GABLES, FL 33134

SUBJECT: SUNWARD TOURS, INC.
Ref. Number: W96000005085

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for SUNWARD TOURS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

LISTED 2 DIFFERENT REGISTERED AGENT ADDRESSES.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 696A00010260

ARTICLES OF INCORPORATION
OF
SUNWARD TOURS, INC.

FILED
MAR 18 AM 11:19
CLERK OF CIRCUIT COURT
JAILER'S OFFICE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is SUNWARD TOURS, INC.

ARTICLE II: DURATION

The corporation is to have perpetual existence.

ARTICLE III: PURPOSE

The corporation may engage in any activity or business permitted under the Laws of the United States of America and the State of Florida.

ARTICLE IV: CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is ONE THOUSAND (1,000) SHARES of common shares with a ONE DOLLAR (\$1.00) par value per share.

ARTICLE V: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be 2290 Jason Street, Merritt Island, Florida 32952.

ARTICLE VII: ADDRESS

The initial address of the Registered Office of the Corporation is 300 Sevilla Avenue, Suite 305, Coral Gables, Florida 33134, and the name of the initial Registered Agent of the corporation is ROBERT L. FELDMAN, ESQUIRE.

ARTICLE VII: BOARD OF DIRECTORS

The Board of Directors shall consist of one (1) or more members. The name and address of the initial Board of Directors is:

<u>NAME</u>	<u>ADDRESS</u>
DAVID S. BODCHON	2290 Jason Street Merritt Island, FL 32952
MARGARET D. BODCHON	2290 Jason Street Merritt Island, FL 32952

ARTICLE VIII: INCORPORATOR

The name and address of the person signing these articles is:

<u>NAME</u>	<u>ADDRESS</u>
MARGARET D. BODCHON	2290 Jason Street Merritt Island, FL 32952

ARTICLE IX: INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

I, THE UNDERSIGNED, being each and all of the principal subscribers to the capital stock herein above named for the purpose of forming a corporation for profit to do business within and without the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and, accordingly, I have hereunto set my hand and seal this 2nd day of ^{Feb.} January, 1996.

Margaret D Beckton (SEAL)

STATE OF FLORIDA)

SS:

COUNTY OF BREVARD)

BE IT REMEMBERED that on this 2nd day of ^{February} ~~January~~, 1996, personally appeared before me, MARGARET D. BODCHON, the party to the foregoing Articles of Incorporation, who produced Florida Driver's License # D325-564-60-823-0 for identification, and who took an oath, and she acknowledged that said Articles are the free and voluntary act and deed of her for herself and not any other, and that the facts therein stated are truly set forth.

WITNESS my hand and seal at Meritt Island, Brevard County, State of Florida, this 2nd day of ^{February} ~~January~~, 1996.

My commission expires:

1-16-98

Linda J. O'Dell
NOTARY PUBLIC - STATE OF FLORIDA
Typed name: Linda J. O'Dell
Commission No.: CC 332336



LINDA J. O'DELL
My Comm Exp. 1/16/98
Bonded By Service Ins
No. CC332336

[[Personally Known] [Not] L.D.

FL DRIVERS License

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the Laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida.

1. The name of the corporation is
SUNWARD TOURS, INC.

2. The Name and address of the Registered Agent and Registered Office is: Robert L. Feldman, Esquire, 300 Sevilla Avenue, Suite 305, Coral Gables, Florida 33134.

Margaret D. Bedel
INCORPORATOR

FILED
56 MAR 18 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED as Registered Agent and accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept the appointment and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept, the obligations of my position as Registered Agent.

Dated:

Robert L. Feldman
ROBERT L. FELDMAN, ESQUIRE
REGISTERED AGENT