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NAMACK, CLARK & KEENEY

ATTORNEYS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

1800 SECOND STREET

SUITE 888

SARASOTA, FLORIDA 34236

WILLIAM H. NAMACK III*

JAMES C. CLARK

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*BOARD CERTIFIED WILL,
TRUST AND ESTATE LAWYER

TELEPHONE

841-388-0388

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August 7, 1996

Florida Department of State
Division of Corporations
Attn: New Filing
409 East Gaines Street
Tallahassee, FL 32399

400001916914
-08/08/96--01091--002
*****122.50 *****122.50

EFFECTIVE DATE
8-7-96

Re: My Travel Agent, Inc.


Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation for the above-captioned proposed Florida corporation. Also enclosed is a check payable to your order in the amount of \$122.50 to cover the cost of the following:

Filing fee	\$35.00
Certified copy of Articles	52.50
Registered agent designation	<u>35.00</u>
	\$122.50

Please file the Articles of Incorporation and forward a certified copy to us.

Sincerely yours,


William H. Namack, III

WHN:mlo

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FILED
96 AUG -8 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUG 12 1996

EFFECTIVE DATE
8-2-96

ARTICLES OF INCORPORATION
OF
MY TRAVEL AGENT, INC.

FILED
26 AUG -8 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation, under the Florida Business Corporation Act, by delivering these Articles of Incorporation to the Department of State for filing.

ARTICLE I

NAME OF CORPORATION

The name of this corporation is:

MY TRAVEL AGENT, INC.

ARTICLE II

GENERAL PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

ADDRESS

The street address of the initial principal office of this corporation is:

1668 Main Street
Sarasota, Florida 34236

The mailing address of this corporation is the same as the street address of the initial principal office of the corporation.

ARTICLE V

DIRECTORS

The business of this corporation shall be managed by a Board of Directors. There shall be one (1) Director initially. The number of Directors may be increased, and after such increase, decreased from time to time by by-laws adopted by the shareholders. In no event shall the number of Directors be less than one.

The names and street addresses of the one or more individuals who are to serve as the initial Directors of this corporation are:

Joseph A. Bruno, Jr.
1668 Main Street
Sarasota, Florida 34236

ARTICLE VI

INCORPORATORS

The names and street addresses of each of the one or more incorporators of this corporation is:

Joseph A. Bruno, Jr.
1668 Main Street
Sarasota, Florida 34236

ARTICLE VII

DATE CORPORATE EXISTENCE BEGINS

The date when corporate existence for this corporation shall begin is the 7th day of August, 1996, or the date when these Articles of Incorporation are received by the Department of State, if said date is not within 5 business days prior to the date of filing.

ARTICLE VIII

REGISTERED OFFICE

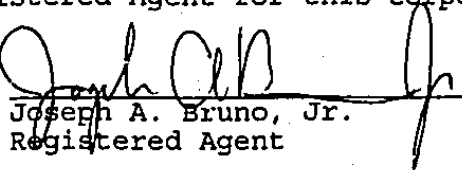
The street address of this corporation's initial registered office is:

Joseph A. Bruno, Jr.
1668 Main Street
Sarasota, Florida 34236

ARTICLE IX

REGISTERED AGENT

The undersigned, an individual resident of the State of Florida, whose business office is identical with the initial Registered Office of this corporation, is hereby appointed as the registered agent of this corporation. The undersigned, simultaneously with his designation as registered agent, hereby accepts the appointment as Registered Agent for this corporation on whom process may be served. The undersigned states that he is familiar with, and accepts, the obligations of the position of Registered Agent for this corporation.


Joseph A. Bruno, Jr.
Registered Agent

(SEAL)

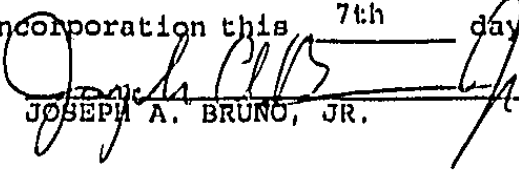
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06 AUG - 8 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE X

BY-LAWS


The power to adopt, alter, amend or repeal by-laws shall be vested in and is hereby reserved to the shareholders. By-laws shall be adopted, altered, amended or repealed as provided therein.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation this 7th day of August, 1996.


JOSEPH A. BRUNO, JR. (SEAL)

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 7th day of August, 1996, by JOSEPH A. BRUNO, JR., who is personally known to me or who has produced driver's license as identification.


Notary Public

Print, Type, or Stamp Commissioned Name:
My Commission Expires:
Commission No.:



MARY LOU ODOM
MY COMMISSION # CC340458 EXPIRES
January 25, 1998
BONDED THRU TROY FAIR INSURANCE, INC.