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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001
FROM: ACE INDUSTRIES, INC. ACCT#: 070744001530
CONTACT: PAM FRIEDMAN FAX #: (305)358-7832
PHONE: (305)358-2571
NAME: J. & J. CRUISES, INC.
AUDIT NUMBER.....H97000005638
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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TALLAHASSEE, FLORIDA

B. REGISTER APR 7 1997

H97-5638

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1: Name of Corporation J. & J. CRUISES, INC.
Address of Corporation 1007 NORTH FEDERAL HIGHWAY Suite 24
FT. LAUDERDALE, FLORIDA 33304

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 500, with a par value of . (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED OFFICE: MS. PHYLLIS JOLLY
and 1620 NORTHWEST 11th TERRACE
REGISTERED AGENT: FT. LAUDERDALE, FLORIDA 33311

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

Phyllis Jolly 4/7/97
Signature of Registered Agent Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Secretary/Additional Directors.

1. MS. PHYLLIS JOLLY MR. KEITH JENNINGS
1620 NORTHWEST 11th TERRACE 1100 NORTHWEST 203rd STREET
FT. LAUDERDALE, FL 33311 MIAMI, FLORIDA 33169

Article 5: The Name and Address of the INCORPORATOR is:
MS. PHYLLIS JOLLY
1620 NORTHWEST 11th TERRACE
FT. LAUDERDALE, FLORIDA 33311

In witness whereof I have subscribed my name Phyllis Jolly
Signature of Incorporator
PHYLLIS JOLLY

H97-5638

Prepared by:

ace INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-358-2571