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CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
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Attn: Jeff Netherton

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*****70.00 *****70.00

CORPORATION(S) NAME

Maiden Voyage Travel, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____ 01/05/99
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. Maiden Voyage Travel, Inc.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or
abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person
or partnership if not so contained in the name at present.)

2. Ohio

(State or country under the law of which it is incorporated)

3. Being applied for

(FEI number, if applicable)

4. December 15, 1998

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 3557 Galt Ocean Drive, Ft. Lauderdale, Florida 33308

(Current mailing address)

8. The purpose of the corporation is to operate as a travel agency.

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of
Florida)

9. Name and street address of Florida registered agent:

Name: Susan S. Maiden

Office Address: 3557 Galt Ocean Drive

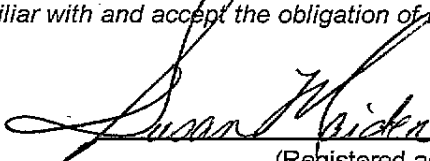
Ft. Lauderdale, Florida, 33308

(Zip Code)

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10. Registered agent acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place
designated in this application. I hereby accept the appointment as registered agent 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 obligation of my position as registered agent.



(Registered agent's signature) (Officer)

SUSAN MAIDEN - PRESIDENT

(Type Name and Title of Officer)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Appendix to Florida
Application by Foreign Corporation
for Authorization to Transact Business in Florida

Directors of Maiden Voyage Travel, Inc.

1. Susan S. Maiden
3557 Galt Ocean Drive
Ft. Lauderdale, FL 33308
2. Karl O. Elderkin
20 East Circle Drive, Suite 190
Athens, OH 45701
3. Joachim Gfoeller, Jr.
150 East 57th Street, Apt. 30A
New York, NY 10022

Officers of Maiden Voyage Travel, Inc.

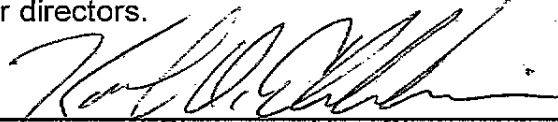
1. Susan S. Maiden - President
3557 Galt Ocean Drive
Ft. Lauderdale, FL 33308
2. Karl O. Elderkin - Vice President and Secretary
20 East Circle Drive, Suite 190
Athens, OH 45701
3. Joachim Gfoeller, Jr. - Treasurer and Assistant Secretary
150 East 57th Street, Apt. 30A
New York, NY 10022

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.



(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Karl O. Elderkin, Vice President

(Typed or printed name and capacity of person signing application)

**UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.**

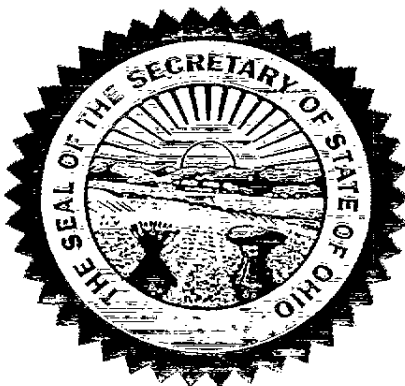
}

I, Bob Taft, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show MAIDEN VOYAGE TRAVEL, INC., an Ohio corporation, Charter No. 1048793, having its principal location in Athens, County of Athens, was incorporated on December 15, 1998 and is currently in GOOD STANDING upon the records of this office.

*WITNESS my hand and official
seal at Columbus, Ohio on
December 29, 1998*

Bob Taft

Bob Taft
Secretary of State



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