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FLORIDA DIVISION OF CORPORATIONS

No. 7901 P. 1/7

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FROM: TRIPP, SCOTT, CONKLIN & SMITH
075350000065

ACCT#:

CONTACT: IRIS HAIBI

PHONE: (954)525-7500

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(954)761-8475

NAME: INDIVIDUAL TOURS, L.C.

AUDIT NUMBER.....H98000017448

DOC TYPE.....LIMITED LIABILITY COMPANY

CERT. OF STATUS...1

PAGES..... 5

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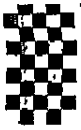
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FLORIDA DEPARTMENT OF STATE

No. 7901 P. 7/7



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 18, 1998

TRIPP, SCOTT, CONKLIN & SMITH

SUBJECT: INDIVIDUAL TOURS, L.C.
REF: W98000021346

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

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 (850) 487-6967.

Michelle Hodges
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No. 7901 P. 2/7
H9800001/4485

**ARTICLES OF ORGANIZATION
OF
INDIVIDUAL TOURS, L.C.**

The undersigned does hereby subscribe to and file these Articles of Organization for the purpose of organizing a limited liability company under the Florida Limited Liability Company Act.

**ARTICLE I
NAME**

The name of this limited liability company is **INDIVIDUAL TOURS, L.C.**

**ARTICLE II
PURPOSE**

This limited liability company is organized for the purpose of transacting any and all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act and this limited liability company shall have all the powers of a limited liability company under Chapter 608, Florida Statutes.

**ARTICLE III
DURATION**

This limited liability company shall continue in full force and effect until December 31, 2038, or until dissolved in a manner provided by law or as provided in the regulations of this limited liability company.

**ARTICLE IV
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of this limited liability company is:

963 SW 176 Terrace,
Pembroke Pines, Florida 33029

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Prepared By: Daniel Taylor, Esq.
Bar No. 109412
Tripp Scott
P. O. Box 14245
Ft. Lauderdale, FL 33302
(954) 525-7500

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**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and the street address of the initial registered office of this limited liability company in the State of Florida is:

Karin Franks
963 SW 176 Terrace,
Pembroke Pines, Florida 33029

**ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS**

This limited liability company may not admit new members or issue additional member interests without the unanimous consent of the existing members. Capital contributions required of new members shall be determined by the existing members at the time of a new member's admission to this limited liability company.

**ARTICLE VII
RIGHT OF MEMBERS TO CONTINUE BUSINESS**

The members of this limited liability company may continue the business of this limited liability company following the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in this limited liability company if, within ninety (90) days after the occurrence of such event, the business of this limited liability company is continued by the agreement of all the remaining members, so long as there are at least two (2) remaining members.

**ARTICLE VIII
MANAGEMENT**

8.1 The business and affairs of this limited liability company shall be managed by the members of the limited liability company.

8.2 The name and address of the initial managing members of this limited liability company are:

Name

Karin Franks

Herbert Bruckdorfer

Address

963 SW 176 Terrace,
Pembroke Pines, Florida 33029
Bierweg 15B,
90411 Nurnberg,
Germany

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**ARTICLE IX
AMENDMENT OF ARTICLES OF ORGANIZATION**

This limited liability company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, and any right conferred upon the members is subject to this reservation.

**ARTICLE X
INDEMNIFICATION**

This limited liability company shall indemnify any member of this limited liability company, or any former member of this limited liability company, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned, being a member of this limited liability company, has executed these Articles of Organization this 17th day of September, 1998.



KARIN FRANKS, Member

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THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Organization, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that she is familiar with, and accepts the obligations imposed upon registered agents under the Florida Limited Liability Company Act.


KARIN FRANKS, Registered Agent

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**AFFIDAVIT REGARDING MEMBERS AND CAPITAL CONTRIBUTIONS
OF
INDIVIDUAL TOURS, L.C.**

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Karin Franks, who is a member of INDIVIDUAL TOURS, L.C., a Florida limited liability company (the "Company"), being duly sworn, deposes and says that:

1. The Company has at least two (2) members; and
2. The members of the Company have contributed, in aggregate, \$20,0000 ~~in cash~~ to the Company. No property, other than cash, has been contributed by the members to the Company. No other contributions to the Company are anticipated to be made at this time.

FURTHER AFFIANT SAYETH NAUGHT.

Karin Franks
KARIN FRANKS, Member

SWORN TO AND SUBSCRIBED before me this 17 day of September, 1998.



Christina M. Erdman
NOTARY PUBLIC,
Jurisdiction: _____

My Commission Expires:

Personally Known _____ or Produced Identification ✓

Type of Identification Produced FL Drivers License

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