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March 18, 2000

Florida Department of State
Division of Corporations
409 East Gains St.
Tallahassee, FL 32399
(850) 487-6052

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Subject: Florida Entertainment & Travel Group, Incorporated

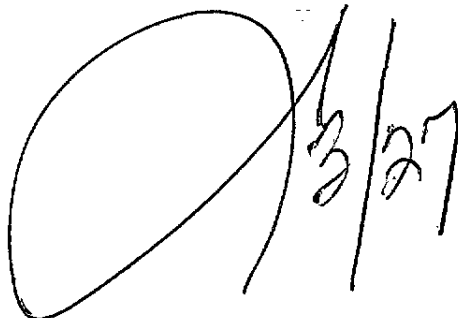
Enclosed are an original and one copy of the Articles of Incorporation.

Also, enclosed is a check for \$87.50 for the filing fee, certified copy and certificate of status.



Louis E. Gunther Jr.

**Florida Entertainment & Travel Group, Inc.
P.O. Box 100853,
Palm Bay, Florida 32910
(321) 953-6526**



FILED
00 MAR 21 PM 1:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Articles Of Incorporation
Of
Florida Entertainment & Travel Group, Inc

FILED
30 MAR 21 PM 1:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

KNOW ALL MEN BY THESE PRESENTS: That the undersigned incorporator hereby certifies that he has formed a body corporate under and by virtue of the laws of the State of Florida for the transaction of business with and under the following charter:

Article I – Name

The name of the corporation shall be, Florida Entertainment & Travel Group Inc. with its principal office located at 906 Cherokee Road SE, Palm Bay, Florida 32909.

The mailing address of the corporation is Florida Entertainment & travel Group, Inc., P.O. Box 100853, Palm Bay, Florida 32910

Article II – Duration

The corporation shall have perpetual existence, unless terminated in the manner prescribed by the laws of the State of Florida.

Article III – Purpose

The purpose for which the corporation is formed is to engage in all entertainment and travel activities including but not limited to booking, formulating, and/or presenting entertainment shows and events to private or public audiences and to perform all travel agency functions for both private and public individuals and groups as allowed by law or as per the laws of the state of Florida.

In addition, this corporation is formed to engage in all forms of photographic endeavors, including but not limited to and/or produce, sell, or exhibit, as allowed by law or as per the laws of the state of Florida.

Article IV – Capital Stock

This corporation is authorized to issue 1,000 shares of one dollar (\$1.00) par value voting common stock. Said stock shall be issued only as and when and for consideration as determined by the incorporator or stockholders.

Article V – Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 906 Cherokee Road SE, Palm Bay, FL 32909, and the name of the initial registered agent of this corporation at that address is Louis E. Gunther Jr.

Article VI – Incorporator

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

Louis E. Gunther Jr.
906 Cherokee Road SE
Palm Bay, FL 32909

Article VII – Management by Stockholders

The business of the corporation shall be managed, controlled and conducted by the Stockholders of the corporation, as shall be provided for in the by-laws from time to time and such other officers, if any, as shall be provided for in the by-laws from time to time; provided, however, that as

long as the business of the corporation is managed, controlled and conducted by the Stockholders of the corporation, then:

- A) Whenever the context requires, the stockholders of the corporation shall be deemed directors of the corporation for the purposes of applying the provisions of Florida Statutes.
- B) The Stockholders of the Corporation shall be subject to the liabilities imposed by Florida Statutes for action taken by Directors.
- C) Any action required or permitted by Florida Statutes to be taken by the directors of the corporation may be taken by action of the Stockholders of the Corporation at a meeting of the Stockholders or as hereinafter provided.

The Stockholders shall have the power to fix the amount of all Salaries and other compensation paid by the Corporation, including their own salaries as directors, officers or otherwise.

The Stockholders shall have the power to adopt, amend and repeal by-laws not consistent with law or the Articles of Incorporation of the company; provided, however, that the Stockholders shall be subject to the power of the holders of the outstanding stock of the company to change or repeal such by-laws or any of them.

The first annual meeting of the Stockholders shall be held at such time and place as designated by the Initial Director. All other meetings of the Stockholders shall be held as designated in the by-laws of the Corporation.

Management by Stockholders. If the business of the corporation is managed, controlled and conducted by the Stockholders, then any action of the Stockholders of the corporation may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by a majority of the persons who would be entitled to vote upon such action at a meeting and filed as a part of the corporate records. Such consent shall have the same force and effect as a vote of the Stockholders.

Article VIII – Corporate Powers

This corporation shall have all powers granted to corporations by Florida Statutes unless otherwise provided in the by-laws of the corporation.

Article IX – Stockholders Not Personally Liable for Corporate Debts

The private property of the Stockholders shall not be liable for the payment of debts of the corporation to any extent whatsoever except for the balance unpaid on any of their stock subscriptions.

Article X – Initial Directors

The initial Directors of the corporation are:

Louis E. Gunther Jr.	Sally Gunther	Theresa Rosenkranz
906 Cherokee Road SE	484 Triea Road NW	2697 Trinidad Circle
Palm Bay, FL 32909	Palm Bay, FL 32907	Melbourne, FL 32934

Article XI– Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 19 day of MARCH, 2000.

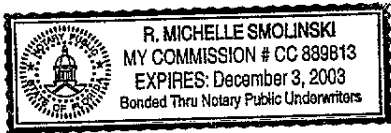


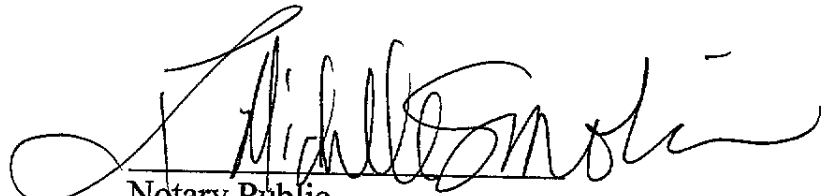
Louis E. Gunther Jr.

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Louis E. Gunther Jr. known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Article of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 18th day of March, 2000.




Notary Public
My commission expires:

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED 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: Florida Entertainment & Travel Group, Incorporated
2. The name and address of the registered agent and office is:

Louis E. Gunther Jr.
906 Cherokee Road SE
Palm Bay, FL 32909

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Louis E. Gunther Jr.

3/18/00
Date

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00 MAR 21 PM 1:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA