

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO0000040649

Simone Tours, Inc.

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*****78.75 *****78.75

<input checked="" type="checkbox"/>	Art of Inc. File <u>Cert.</u>
<input type="checkbox"/>	LTD Partnership File
<input type="checkbox"/>	Foreign Corp. File
<input type="checkbox"/>	L.C. File
<input type="checkbox"/>	Fictitious Name File
<input type="checkbox"/>	Trade/Service Mark
<input type="checkbox"/>	Merger File
<input type="checkbox"/>	Art. of Amend. File
<input type="checkbox"/>	RA Resignation
<input type="checkbox"/>	Dissolution / Withdrawal
<input type="checkbox"/>	Annual Report / Reinstatement
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<input type="checkbox"/>	Photo Copy
<input type="checkbox"/>	Certificate of Good Standing
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<input type="checkbox"/>	UCC 1 or 3 File
<input type="checkbox"/>	UCC 11 Search
<input type="checkbox"/>	UCC 11 Retrieval
<input type="checkbox"/>	Courier

FILED
00 APR 24 AM 11:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 APR 24 AM 10:10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

T. SMITH APR 24 2000

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

LM 4/24 9:50

FILED

00 APR 24 AM 11:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SIMONE TOURS, INC.

We, the undersigned incorporators, do hereby form a corporation for profit under the general laws of the State of Florida pursuant to Section 607.0202, Florida Statutes, and do hereby certify as follows:

ARTICLE I

The name of the corporation shall be **SIMONE TOURS, INC.**

ARTICLE II

The location of the principal place of business shall be 5701 Overseas Highway, Suite 12, Marathon, Florida 33050 and the mailing address of the business shall be 1583 52nd Street, Marathon, Florida 33050.

ARTICLE III

The corporation shall have perpetual existence.

ARTICLE IV

The Registered office of this corporation is 5701 Overseas Highway, Suite 12, Marathon, Florida 33050 and the name of the

initial registered agent of the corporation at that address is WILLIAM N. DeVANE, JR.

ARTICLE V

The general nature of the business to be transacted shall be the following:

1. To buy, sell, trade, manufacture, deal in and deal with goods, wares and merchandise of every kind and nature and to carry on such business as is necessary to operate a business, to acquire all such merchandise, supplies, materials and other articles as shall be necessary or incidental to such business; to hold, acquire, mortgage, lease and convey real and personal property in any part of the world so far as is necessary or expedient in conducting the business of the corporation; and to have any and all powers set forth as fully as natural persons, whether as principals, agents, trustees or otherwise.

2. To generally engage in, do and perform any enterprise, act or vocation that a natural person might or could do or perform.

3. To engage in any commercial, industrial and agricultural enterprise calculated or designed to be profitable to this corporation and in conformity with the laws of the State of Florida.

ARTICLE VI

The capital stock shall consist of one thousand (1,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE VII

The amount of capital before beginning business shall be at least Five Hundred and No/100 Dollars (\$500.00).

ARTICLE VIII

The number of Directors shall be at least one (1) and not more than three (3) as shall be determined by the By-Laws.

ARTICLE IX

The names and addresses of the first Board of Directors and Officers, who subject to the provisions of the Articles of Incorporation, By-Laws and the general laws of the State of Florida shall hold office for the first year of the corporation's existence or until their successors shall be duly elected and qualified are:

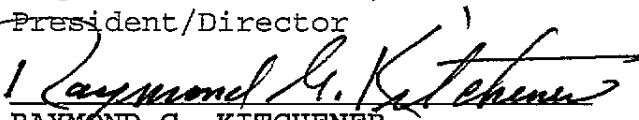
<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
AMELIA K. KITCHENER	President/ Director	1583 52 nd Street, Marathon, FL 33050
RAYMOND G. KITCHENER	VicePresident/ Director	1583 52 nd Street, Marathon, Fl 33050

ARTICLE X

The corporation reserves the right to amend, alter or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred upon stockholders herein are granted subject to this reservation. Further, the corporation reserves the right to provide in the By-Laws for issuance of stock certificates; and, the corporation shall have the right of first refusal to purchase any stock issued by this corporation.

IN WITNESS WHEREOF, we have hereunto subscribed our names on this 21st day of April, 2000.


AMELIA K. KITCHENER,
President/Director


RAYMOND G. KITCHENER,
Vice President/Director

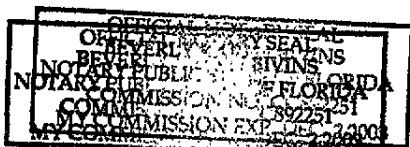
STATE OF FLORIDA

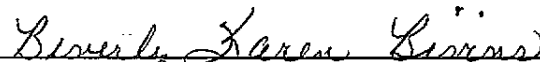
COUNTY OF MONROE

BEFORE ME, the undersigned authority duly authorized to administer oaths and take acknowledgments, personally appeared AMELIA K. KITCHENER and RAYMOND G. KITCHENER, who are personally known to me and who after being by me first duly sworn and cautioned, deposed and said that they have read the foregoing Articles of Incorporation, that the statements contained therein are true and correct for the purposes therein expressed, and that this is their free and voluntary act and deed.

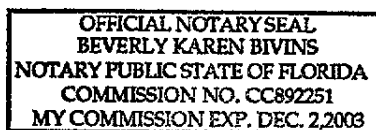
SWORN TO AND SUBSCRIBED before me this 21st day of April, 2000.

(SEAL)



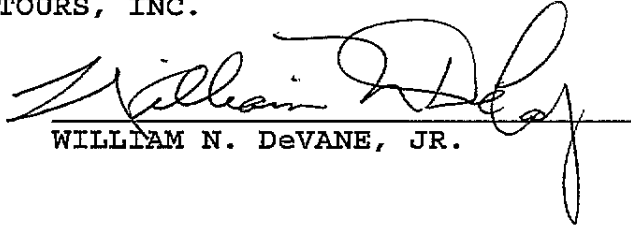

NOTARY PUBLIC, State of Florida
Beverly Karen Bivins

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ACCEPTANCE OF REGISTERED AGENT

I, WILLIAM N. DevANE, JR., hereby accept designation as
Registered Agent of SIMONE TOURS, INC.


WILLIAM N. DevANE, JR.

FILED

00 APR 24 AM 11:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA