

MAY-23-2000

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EMPIRE CORPORATE KIT

P.01/03

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Florida Department of State

Division of Corporations

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To:

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Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

BLUM'S WHIRLWIND TOURS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION**OF****BLUM'S WHIRLWIND TOURS, INC.**

The undersigned incorporator for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

Blum's Whirlwind Tours, Inc.

The principal place of business of this corporation shall be:

1500 Carambola Road
Lake Clarke Shores, FL 33406

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

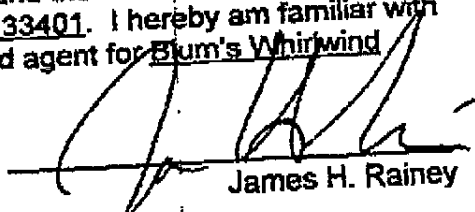
The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:
500 shares, par value 1.00 dollar

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V REGISTERED AGENT

The registered agent shall be James H. Rainey, Esq. and the initial registered office shall be at 1117 Clare Avenue, West Palm Beach, FL 33401. I hereby am familiar with and accept the duties and responsibilities as registered agent for Blum's Whirlwind Tours, Inc.


James H. Rainey

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ARTICLE VI OFFICERS DIRECTORS

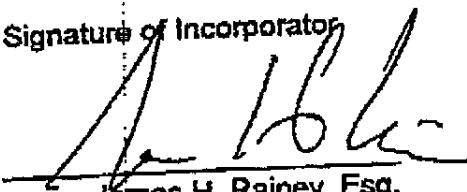
The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successor is elected is:

Michele Blum, President, Treasurer
1500 Carambola Road
Lake Clarke Shores, FL 33406

Gerald Blum, Vice President
1500 Carambola Road
Lake Clarke Shores, FL 33406

IN WITNESS WHEREOF, The undersigned incorporator has executed these Articles of Incorporation this 22 day of May, 2000

Signature of Incorporator


James H. Rainey, Esq.

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SEC. CLERK OF STATE
TALLAHASSEE, FLORIDA

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