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LAW OFFICES
OUGHTERSON, SUNDHEIM & WOODS, P.A.

310 SW OCEAN BOULEVARD
STUART, FLORIDA 34994-2007

WM. A. OUGHTERSON
FREDERICK G. SUNDHEIM, JR.
WALTER G. WOODS*

(561) 287-0660
(561) 334-0108

FAX (561) 287-0222
E-MAIL oswpa@bellsouth.net

* BOARD CERTIFIED REAL ESTATE LAWYER

May 23, 2000

FILED
00 MAY 26 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-05/26/00-01069-012
****122.50 *****78.75

Division of Corporations
New Filings
P. O. Box 6327
Tallahassee, Florida 32314

Re: TRANS AMERICA TRAVEL SERVICES OF FLORIDA, INC.

To Whom It May Concern:

Please find enclosed the original and one copy of the proposed Articles of Incorporation for the above-referenced Corporation.

Also enclosed is my check payable to your order in the amount of \$122.50 to cover the cost of filing for a Corporation and the cost of a certified copy of the documents. If there are any additional charges, please advise.

If everything is in order, I would appreciate your filing this Corporation and sending me a duly certified copy. If this name is not available, please call me at (561) 287-0660, collect.

Sincerely,



Walter G. Woods

WGW/kc
Enclosures
T-888

S. Thompson JUN 06 2000

FILED
00 MAY 26 AM 9:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF

TRANS AMERICA TRAVEL SERVICES OF FLORIDA, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be:

TRANS AMERICA TRAVEL SERVICES OF FLORIDA, INC.

ARTICLE II - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock, each share having the par value of ONE (\$1.00) DOLLAR per share.

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE V - INITIAL CAPITAL

The amount of capital with which this Corporation shall begin business is ONE THOUSAND DOLLARS (\$1,000.00).

ARTICLE VI - PRINCIPAL AND REGISTERED OFFICE

The street address of the principal office of this corporation in the State of Florida is 71 North River Road, Stuart, Florida 34996.

The street address of the initial registered office of this corporation in the State of Florida is 71 North River Road, Stuart, Martin County, Florida. The name of the initial registered agent at such address is UDO KOCH.

ARTICLE VII - INITIAL DIRECTORS

The corporation shall have one (1) director initially. The Board of Directors may be increased from time to time by the Bylaws, but shall never be less than one (1). The name and street address of the first Board of Directors who shall hold office until successors are elected and have qualified, is as follows;

Udo Koch
71 North River Road
Stuart, Florida 34996

ARTICLE VIII - INCORPORATORS

The names and street addresses of the Incorporators of these Articles of Incorporation are:

Name and Address

Udo Koch
71 North River Road
Stuart, FL 34996

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Shareholders.

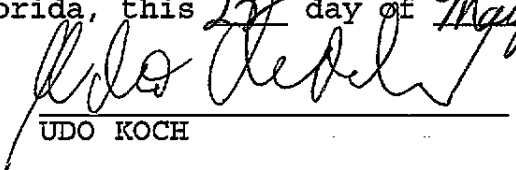
ARTICLE X - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the shareholders and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI. PREEMPTIVE RIGHTS


Upon the sale of any unissued or treasury shares of the corporation, each shareholder shall have the preemptive right to purchase his prorata share thereof at the price at which it is offered to others. This preemptive right is limited to the extent that no fractional shares will be issued or sold.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 22nd day of May, 2000.


UDO KOCH

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing Articles of Incorporation were acknowledged before me this 22nd day of May, 2000, by UDO KOCH [☒] who is/are personally known to me [] who has/have produced _____ as identification.


Notary Public

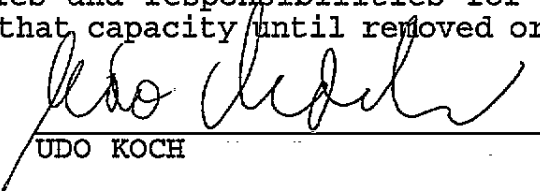
My Commission Expires:



Kathryn H. Cowdrey
MY COMMISSION # CC844511 EXPIRES
July 25, 2003
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE

I, UDO KOCH, having been designated to act as Registered Agent, state that I am a permanent resident of Martin County, Florida, 71 North River Road, Stuart, Florida 34996. I hereby accept the foregoing designation as Registered Agent, and I am familiar with and accept the duties and responsibilities for the corporation and consent to act in that capacity until removed or my resignation is submitted.


UDO KOCH