THAT 3 A D 5 4 9 5 0 May 26, 2000

Department of State Division of Corporations PO Box 6327 Tallahassee, Florida 32314

Ref. Articles of Incorporation and Filing Fees for Bahamas Festivals, Inc.

To Whom It May Concern:

Please find enclosed, three (3) sets of Articles of Incorporation for the above new company.

I have also enclosed my check in the amount of \$87.50 in payment for the Filing Fees, Certified Copy, and Certificate of Status.

Thank you for your assistance and consideration. Please forward all correspondence to:

Bahamas Festivals, Inc. 333 - N. Atlantic Ave., #103 Cocoa Beach, FL 32931 600003270376--5 -05/30/00--01088--002 *****87.50 ******87.50

Yours truly,

Donald E. Larsson Tel: 321-799-9691

DEL:dl encl. cc

ARTICLES OF INCORPORATION

of

BAHAMAS FESTIVALS, INC.

ON THE OWNER OF STATE OF STATE

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

ARTICLE I - NAME

The name of this corporation shall be Bahamas Festivals, Inc.

ARTICLE II - PRINCIPAL OFFICE

This principal place of business and mailing address of this corporation shall be:

333 - N. Atlantic Ave., #103 Cocoa Beach, FL 32931

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The name and Florida street address of the initial registered agent is:

DONALD E. LARSSON 333 - N. Atlantic Ave., #103 Cocoa Beach, FL 32931

ARTICLE V - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

DONALD E. LARSSON 333 N. Atlantic Ave., #103 Cocoa Beach, FL 32931

Donald E. Larsson

Incorporator

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.

Donald E. Larsson

Registered Agent