CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF INCORPORATION

OF

SHE TOURS, INC.

The undersigned, acting as the incorporator of the Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I NAME OF THE CORPORATION

The name of this Corporation shall be SHE TOURS, INC.

ARTICLE II PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III PURPOSE

The Corporation is organized for the purpose of engaging in any active permitted under the laws of the United States and of this State.

ARTICLE IV AUTHORIZED SHARES

Number: The aggregate number of shares that the Corporation shall have the authority to issue Ten Thousand (10,000) shares of Capital Stock.

Issue: Three Hundred (300) shares of the Capital Voting Stock of the Corporation shall be issued for adequate consideration in the following manner:

100 Shares to Beki Onslow 100 Shares to Elisa Cariera 100 Shares to Jenilca Giusti **Dividends:** The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the Corporation, or in such other manner agreed to by the Shareholders.

Classes of Stock: The shares of the Corporation may be divided into classes.

ARTICLE V REGISTERED OFFICE AND AGENT

The street address in Florida of the initial registered office of the Corporation is 5560 Shore Court, Orlando, FL 32819, and the name of the initial registered agent at said address is Elisa Cariera.

ARTICLE VI PRINCIPAL OFFICE

The Principal Office of the corporation shall be 5560 Shore Court, Orlando, FL 32819.

ARTICLE VII BOARD OF DIRECTORS

This corporation shall have Three (3) Directors constituting the initial Board of Directors. The Directors need not be residents of the State of Florida or Shareholders of the Corporation. Majority vote of the Board of Directors is required to constitute a quorum for the transaction of business. Only a majority act of the Directors shall constitute an act of the Board of Directors.

The names and addresses of the persons who shall serve as Directors until the first annual meeting of Shareholders, or until their successors shall have been elected and qualified, is as follows:

Name	Address

Beki Onslow	7931 Bridge Stone Drive, Orlando, FL 32835
Elisa Cariera	5560 Shore Court, Orlando, FL 32819
Jenilca Giusti	762 Osprey Drive, Port Orange, FL 32127

ARTICLE VIII INCORPORATORS

The name and address of the initial incorporator is as follows:

Elisa Cariera 5560 Shore Court, Orlando, FL 32819

ARTICLE IX PREEMPTIVE RIGHTS OF SHAREHOLDERS

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of stock of this Corporation as may be issued for money, or property or services from time to time, in addition to that stock authorized by the Corporation. The preemptive rights of any holder is determined by the ratio of the authorized shares of common stock held by the holder to all shares of common stock currently authorized.

	e undersigned has made and subscribed to these ange County, Florida on this 19th day of September,
STATE OF FLORIDA	Elisa Cariera , Vice President, Incorporator
COUNTY OF ORANGE	
2000 by Elisa Cariera, who is p	cknowledged before me this 19 th day of September, personally known to me <i>or</i> who produced her State, as identification and who
•	Notary Public
	My Commission Expires:

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CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Fla.Stat.Sec. 48.091, the following is submitted:

SHE TOURS, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, SHE TOURS, INC., has named Elisa Cariera, as its agent to accept service of process within this State.

ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Dated this 19th day of September, 2000.

Elisa Cariera, Resident Agent

5560 Shore Court Orlando, FL 32819