

PO1000033674

March 24, 2001

Department of State, Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

200003929972--0
-03/29/01--01093--004
*****70.00 *****70.00

Re: ORLANDO GHOST TOURS, INC.

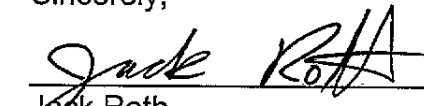
200003929972--0
-03/29/01--01093--005
*****52.50 *****8.75

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of Orlando Ghost Tours, Inc. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee, and a separate check in the amount of \$52.50 for 1 certified copies.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,



Jack Roth
1106 New Hampshire St., Orlando, FL 32804

FILED
01 MAR 29 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ORLANDO GHOST TOURS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is Orlando Ghost Tours, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 1106 New Hampshire St., Orlando, FL 32804.

ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 1,000 shares of common stock with no par value.

ARTICLE IV

The address of the initial registered office of the Corporation is 1106 New Hampshire St., Orlando, Florida 32804, and the name of the Corporation's initial registered agent for service of process at such address is Jack Roth.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is:
Jack Roth, 1106 New Hampshire St., Orlando, FL 32804.

IN WITNESS WHEREOF, I have hereunto set my hand this _____ day of _____, _____.



Jack Roth

1106 New Hampshire St., Orlando, FL 32804

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Orlando Ghost Tours, Inc.
2. The name of the registered agent and office is:

Jack Roth
1106 New Hampshire St., Orlando, Florida 32804

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.

SIGNATURE

Jack Roth

DATE

3/24/01

FILED
01 MAR 29 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA