

**P010000056006**  
LAW OFFICE  
**ENGLANDER & FISCHER, P.A.**

721 First Avenue North  
St. Petersburg, FL 33701

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<sup>1</sup> Board Certified Business  
Litigation Lawyer  
<sup>2</sup> Also Licensed in Colorado  
<sup>3</sup> Certified Mediator

May 30, 2001

400004336024--3  
-05/31/01--01059--012  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 East Gaines Street  
Tallahassee, FL 32301

**VIA FEDERAL EXPRESS**


Re: R.L. McBride Travel, Inc.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation with reference to the above corporation, in duplicate, together with a check in the amount of \$78.75 to cover the minimum charter tax, filing, certified copy and registered agent fees.

Please immediately file the original and return to me a certified copy of the same. Thank you.

Sincerely,



MARK M. WALL

MMW/lmk

Enclosures

**FILED**  
01 MAY 31 PM 2:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION**

**OF**

**R.L. McBride Travel, Inc.,  
a Florida corporation**

**FILED**  
**01 MAY 31 PM 2:41**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE I**

**Name**

1.1. The name of the corporation is R.L. McBride Travel, Inc.

**ARTICLE II**

**Duration**

2.1 This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Department of State of Florida.

**ARTICLE III**

**Purpose**

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

**ARTICLE IV**

**Capital Stock**

4.1 This corporation is authorized to issue 7500 shares of stock of \$1.00 par value common stock.

**ARTICLE V**

**Preemptive Rights**

5.1 Should the capital stock be increased at any time, the stockholders of each class at the time of such increase shall be entitled to a pro-rata share of

such increase upon payment for the shares at the price at which the shares are offered to others.

## **ARTICLE VI**

### **Initial Registered Office and Agent**

6.1 The street address of the initial registered office of this corporation is 721 1<sup>st</sup> Avenue North, St. Petersburg, Florida 33701, and the name of the initial registered agent of this corporation is Mark M. Wall, Esq.

## **ARTICLE VII**

### **Principal Office and Mailing Address**

7.1 The initial principal office of this corporation is located at 111 2<sup>nd</sup> Avenue N.E., Suite 1403, St. Petersburg, FL 33701 and the corporation's initial mailing address shall be the same.

## **ARTICLE VIII**

### **Initial Board of Directors**

- 8.1 This corporation shall have one (1) director.
- 8.2 The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one (1).
- 8.3 The names and addresses of the initial directors of this corporation are:

RICHARD L. McBRIDE  
111 2<sup>ND</sup> Avenue N.E., Suite 1403  
St. Petersburg, FL 33701

## **ARTICLE IX**

### **Incorporators**

- 9.1 The name and address of the person signing these Articles is:

MARK M. WALL, ESQ.  
ENGLANDER & FISCHER, P.A.  
721 1<sup>st</sup> Avenue N.  
St. Petersburg, FL 33701

**ARTICLE X**

**Indemnification**

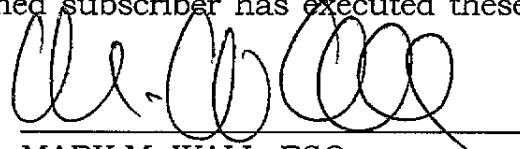
10.1 The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.     —

**ARTICLE XI**

**Amendment**

11.1 This corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

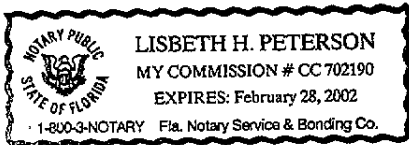
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on May 30, 2001.

  
MARK M. WALL, ESQ.

STATE OF FLORIDA     §  
COUNTY OF PINELLAS §

BEFORE ME, the undersigned authority duly authorized to take acknowledgements and administer oaths, personally appeared MARK M. WALL, who is personally known to me and who did take an oath. He, who after first being duly sworn, deposes and says that he has read the foregoing **Articles of Incorporation of R.L. McBride Travel, Inc., a Florida corporation** and the matters and things contained therein are true and correct to the best of his knowledge and belief and that the execution of the foregoing is a free act and deed.     —

WITNESS my hand and official seal at Pinellas County and State aforesaid, this 30<sup>th</sup> day of May, 2001.



Lisbeth H. Peterson  
Notary Public  
Commission No.

(Name of Notary typed, printed stamped)

FILED  
07 MAY 31 PM 2:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**CONSENT OF REGISTERED AGENT**

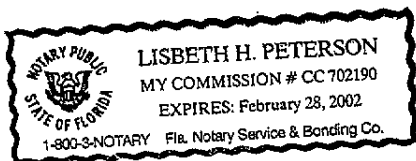
Having been named as Registered Agent for **R.L. McBride Travel, Inc.**, at the registered office designated in the Articles of Incorporation, the undersigned hereby accepts the designation of Registered Agent.

Mark M. Wall  
MARK M. WALL, ESQ.

STATE OF FLORIDA §  
COUNTY OF PINELLAS §

BEFORE ME, the undersigned authority duly authorized to take acknowledgements and administer oaths, personally appeared MARK M. WALL, who is personally known to me and who did take an oath. He, who after first being duly sworn, deposes and says that he has read the foregoing **Consent of Registered Agent** and the matters and things contained therein are true and correct to the best of his knowledge and belief and that the execution of the foregoing is a free act and deed.

WITNESS my hand and official seal at Pinellas County and State aforesaid, this 30<sup>th</sup> day of May, 2001.



Lisbeth H. Peterson  
Notary Public  
Commission No.

(Name of Notary typed, printed or stamped)