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2001 OCT 31 PM 1:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 250164 7290699
AUTHORIZATION : *Patricia Pigato*
COST LIMIT : \$ 78.75

ORDER DATE : October 30, 2001

ORDER TIME : 11:03 AM

ORDER NO. : 250164-005

CUSTOMER NO: 7290699

CUSTOMER: Ms. Dianelys Del Castillo
Fowler, Rodriguez & Chalos
Llp
2655 Lejeune Road
Suite #805
Miami, FL 33134

RECEIVED
01 OCT 31 AM 11:29
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: CAPTAIN SHON'S EL CONQUISTADOR
CRUISE LINES, INC.

EFFECTIVE DATE:

700004660707--6

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156
EXAMINER'S INITIALS:

JS
10/31/01

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

CAPTAIN SHON'S EL CONQUISTADOR CRUISE LINES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

2655 LEJEUNE ROAD, SUITE 805
CORAL GABLES, FL 33134

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

TO ENGAGE IN THE BUSINESS OF ECO-TOURISM AND ALL OTHER PURPOSES
PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE IV SHARES

The number of shares of stock is:

ONE HUNDRED (100) SHARES

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s), address(es) and title(s):

ARTICLE VI REGISTERED AGENT

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

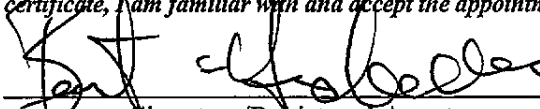
BRANT C. HADAWAY
FOWLER RODRIGUEZ & CHALOS
2655 LEJEUNE ROAD, SUITE 805
CORAL GABLES, FL 33134

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

DIANELYS DEL CASTILLO
2655 LEJEUNE ROAD, SUITE 805
CORAL GABLES, FL 33134

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Signature/Registered Agent

10/30/01

Date



Signature/Incorporator

10/30/01

Date

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