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BASIC AMENDMENT

VIKINGSHIP TOURS INC.

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Certificate of Status	0
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AMEND + Restated
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AMENDED AND RESTATED ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation were adopted effective February 25, 2002 by the Corporation's Board of Directors and shareholders pursuant to section 607.1007, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Incorporation was approved by the shareholders by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation, as amended.

Article I. Name

If no old name is listed below, the name of this Florida corporation has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: Vikingship Tours Inc.
Old Name:

Article II. Address

The mailing address of the Corporation is:
Vikingship Tours Inc.
736 NE 17th Way
Fort Lauderdale FL 33304

Article III. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Anton Vatne
Thomas Vatne

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

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Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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Article IV. Capital Stock

The Corporation shall have the authority to issue 3,000,000 shares of common stock, par value \$.001 per share. In addition, the Corporation shall have the authority to issue 2,000,000 mandatory convertible preferred 7% cumulative capital stock par value \$.001 per share, which may be divided into series and with the preferences, limitations and relative rights determined by the Board of Directors.

Article V. Registered Agent

The name and address of the registered agent of the Corporation is:

Anton Vatne
736 NE 17th Way
Fort Lauderdale FL 33304

Article VI. Corporate Existence

The corporate existence of the Corporation will begin effective upon the filing date of the original Articles of Incorporation.

The undersigned executed these Amended and Restated Articles of Incorporation on the date shown below.

Vikingship Tours Inc.

By: 

Name: Anton Vatne
Title: President

Date: February 25, 2002

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 872-0686

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Vikingship Tours Inc.

REGISTERED AGENT/OFFICE:

Anton Vatne
736 NE 17th Way
Fort Lauderdale FL 33304

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



ANTON VATNE

Date: February 25, 2002

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0666

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