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Requester's Name

AMERICAN EXPRESS T R S
PLATINUM TRAVEL 1ST FL
14160 PALMETTO FRONTAGE
MIAMI LAKES, FL 33016

100005096951--7
-03/12/02--01045--006
*****80.00 *****78.75

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

FILED
02 MAR 12 PM 2:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

D. WHITE MAR 19 2002

Examiner's Initials

ARTICLES OF INCORPORATION

OF

M/S CRUISES, INC.

FILED

02 MAR 12 PM 2:00

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLES I: NAME OF THE CORPORATION

The name of the corporation is **M/S CRUISES, INC.** hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the Corporation is **129 NE 46 Street, Miami, FL 33137.**

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance

of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is **129 NE 46TH Street, Miami, FL 33137** ; and the registered agent at that office is **BRENDA MAZYCK**.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have two(2) director(s) constituting the initial Board of Directors. The number of director(s) may be increased or decreased from time to time by the bylaws.

The initial Board of Director(s) of the Corporation shall be comprised of:

BRENDA MAZYCK
129 NE 46th Street,
Miami, FL 33137.

CHAUNCEY SULLIVAN
129 NE 46th Street,
Miami, FL 33137.

ARTICLE IX: INCORPORATOR

The incorporators of the Corporation are as follows:

CHAUNCEY SULLIVAN
12 9 NE 46th Street
Miami, FL33137

BRENDA MAZYCK
129 NE 46th Street,
Miami, FL 33137.

IN WITNESS WHEREOF, I, **BRENDA MAZYCK** the undersigned incorporator, have signed these Articles of Incorporation on this 10 day of MARCH, 2002, and acknowledged the same to be my act.

Brenda Mazyck
BRENDA MAZYCK

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 10 day of MARCH, 2002 by, **BRENDA MAZYCK** who personally appeared before me at the time of notarization, and who is personally known to me or who produced a FLORIDA DRIVER'S LICENSE as identification.

NOTARY PUBLIC:

SIGN: *Cornelius Drane Jr*

PRINT: *Cornelius DRANE JR.*
STATE OF FLORIDA AT LARGE



Cornelius Drane Jr
My Commission #D068779
Expires February 03, 2006

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

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That **M/S CRUISES, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida, has named **BRENDA MAZYCK**, at **129 NE 46th Street**, in the City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

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.

BY: Brenda Mazyck
BRENDA MAZYCK

DATE: 3/10/02

SECRETARY OF STATE
ALLIANCE FLORIDA

02 MAR 12 PM 2:00

FILED