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*Law Offices of
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July 29, 2002

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

700006822227--5
-07/31/02--01068--001
*****70.00 *****70.00

Re: Articles of Incorporation for Best Way Marketing, Inc.

Dear Sir:

I enclose the original Articles of Incorporation for the above named corporation for profit.

Please file these as soon as possible and return to me the Certificate of filing. I enclose my check in the amount of \$70.00 for the filing of these Articles.

Thank you for your cooperation and assistance in this matter.

Very truly yours,


Patrick M. Magill

PMM:lbq

Enclosures

FILED
02 JUL 31 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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1708

ARTICLES OF INCORPORATION
OF
BEST WAY MARKETING, INC.

FILED
02 JUL 31 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

1. The name of the corporation shall be *BEST WAY MARKETING, INC.*. The principal place of business shall be 1720 County Road 427, North, Longwood, Florida 32750.

2. The duration of this corporation is perpetual unless dissolved according to law.

3. The purposes for which this corporation is organized are:

a. To market tour and vacation packages to members of the general public.

b. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporations Act.

c. To do such other things as are incidental to the foregoing or necessary or desirable to accomplish the foregoing.

4. The aggregate number of shares which the corporation is authorized to issue is five hundred (500). Such shares shall be of a single class, and shall have a par value of ten dollars (\$10.00) per share.

5. The number constituting the initial Board of Directors is two (2). The method for electing Directors shall be as stated in the Bylaws of the corporation. The names and addresses of the persons who are to serve initially are:


Richard Moncello, 1720 County Road 427, North, Longwood, Florida 32750

William Ryals, 4 Seagull Lane, Savannah, Georgia 31419

6. The street address of the initial registered office of the corporation is 1234 East Concord Street, Orlando, Florida 32803. The name of its original registered agent at such address is Patrick M. Magill, Esquire.

7. The names and addresses of the incorporators are the same as the initial directors, listed above.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 29th day of July, 2002.

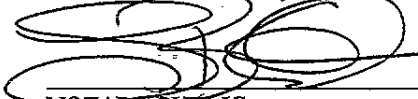

WILLIAM RYALS


RICHARD MONCELLO

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared RICHARD MONCELLO, who produced GA D.S. as identification, who deposed and said that he is the person described as the subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and seal this 29th day of July, 2002.



NOTARY PUBLIC
My Commission Number is:
My Commission expires:



Laura B Gaston
My Commission CC923264
Expires March 29, 2004

STATE OF ~~FLORIDA~~ FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared WILLIAM RYALS, who produced GA D.S. as identification, who deposed and said that he is the person described as the subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and seal this 29th day of July, 2002.



NOTARY PUBLIC
My Commission Number is:
My Commission expires:



Laura B Gaston
My Commission CC923264
Expires March 29, 2004

ACCEPTANCE BY REGISTERED AGENT

I, PATRICK M. MAGILL, agree to accept the designation of Registered Agent for *BEST WAY MARKETING, INC.*; and as such Registered Agent, I agree to accept Service of Process and to comply with all other requirements of Florida Status, Chapter 607 which apply to my capacity as Registered Agent.

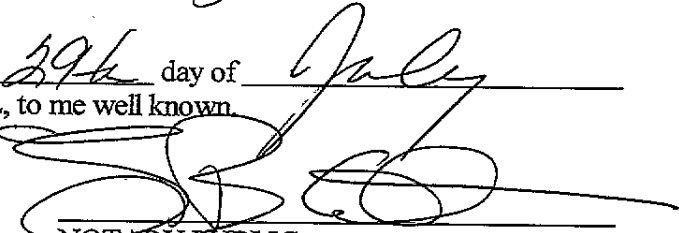
DATED this 29th day of July, 2002.


PATRICK M. MAGILL

Sworn to and subscribed before me this 29th day of July, 2002 by PATRICK M. MAGILL, to me well known.



Laura B Gaston
My Commission CC923284
Expires March 29, 2004


NOTARY PUBLIC

My Commission Number is:
My Commission expires:

FILED
02 JUL 31 AM 10:39
TALLAHASSEE, FLORIDA
SECRETARY OF STATE