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best buy cruises and tours, inc.

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FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

August 19, 2002

EMPIRE

SUBJECT: BEST BUY CRUISES AND TOURS, INC.
REF: W02000023900

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**ARTICLES OF INCORPORATION
OF
BEST BUY CRUISES AND TOURS, *INC.***

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These articles are in compliance with Chapter 606, F.S.

ARTICLE I

The name of this corporation shall be:

BEST BUY CRUISES AND TOURS, *INC.*

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporation, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be:

900 COLONY POINT CIRCLE
SUITE 517
PEMBROKE PINES, FL 33026

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

Travel Sales

ARTICLE V

The number of shares which this corporation shall have authority to issue is 100 shares, having an individual par value of \$1.00.

Unless otherwise stated in these articles, or in an amendment to these articles there shall be only one (1) class of stock of this corporation.

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ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:

SYLVIA SHERMAN
900 COLONY POINT CIRCLE
SUITE 517
PEMBROKE PINES, FL 33026

ARTICLE VII

The initial board of Directors shall consist of a total of ONE person(s) and the name and address of the person(s) who is to serve as an initial director is:

SYLVIA SHERMAN
900 COLONY POINT CIRCLE
SUITE 517
PEMBROKE PINES, FL 33026

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

SYLVIA SHERMAN
900 COLONY POINT CIRCLE
SUITE 517
PEMBROKE PINES, FL 33026

The undersigned has executed these Articles of Incorporation on this ____ day of August, 2002.



Incorporator

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 621, Florida Statute, the undersigned Corporation, organized under the laws of the State of Florida, submits, organized under the statement in designating the registered office/registered agent, in the State of Florida.

First that, **BEST BUY CRUISES AND TOURS, INC.**, desiring to organize under the laws of the State of FLORIDA with its principal office, as indicated in the articles of incorporation has named SYLVIA SHERMAN, located at 900 COLONY POINT CIRCLE, SUITE 517, PEMBROKE PINES, FL 33026, County of Broward, State of Florida, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DISGINATED IN THIS CERTIFICATE. I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THE 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.

Signature

Registered Agent

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