P0200009981

Date: August 28, 2002

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Fl. 32314

100007469161--8 -09/03/02--01033--016 *****78.75 *****78.75

RE: Sephardic Cruises, Inc.

Gentlemen:

Enclosed please find the original Articles of Incorporation, together with a check in the amount of \$78.75.

This represents the cost of the Filing Fees, Certificate of Incorporation and fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Mailing Address of Corporation

Fredrew V. Grean

1606 East Hallandale Beach Blvd.

Hallandale, FL 33009

02 SEP 16 PH 2: 46_ SIGNIFICATION OF STATE OF

BM allo 4



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

September 9, 2002

ANDREW GREEN 1606 EAST HALLANDALE BEACH BLVD HALLANDALE, FL 33009

SUBJECT: SEPHARDIC CRUISES, INC.

Ref. Number: W02000025954

We have received your document for SEPHARDIC CRUISES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent designated in your document is not an active entity according to our records. Please reinstate this entity (call (850) 245-6059 for information) or designate another entity that is active according to our records.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter; within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight Document Specialist New Filing Section

Letter Number: 302A00051615

Articles of Incorporation

Of

Sephardic Cruises, Inc.

OSB 6 PARTO

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

Article I - Corporate Name

The name of the corporation is: Sephardic Cruises, Inc.

Article II - Duration and Effective Date

The corporation shall exist perpetually unless dissolved according to Florida law.

Article III - Purpose

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

Article IV - Capital Stock

The corporation is authorized to issue 100 shares (One Hundred) of One Dollar(s) (\$1.00_) par value Common Stock, which shall be designated "Common Shares".

Article V - Initial Registered Office and Agent

The principal office, if known, or the mailing address of the corporation is:

Name

Sephardic Cruises, Inc.

Address

1606 East Hallandale Beach Blvd.

City Hallandale

State Florida

Zip 33009

The name and street address of the Initial Registered Agent of the Corporation is:

Name

Rebecca Cohen

Address

1606 East Hallandale Beach Blvd.

City Hallandale State Florida

Zip 33009

Article VI - Initial Board of Directors

This corporation shall have $\mathbf{Two}(\underline{2})$ directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one($\underline{1}$).

The names and addresses of the initial director(s) of the Corporation are:

Name

Rebecca Cohen

Address

740 SW 100th Avenue

City

Pembroke Pines, Florida 33025

Name

Amram Edry

Address

19296 East Country Club Drive

City

Aventura, FL 33180

Article VII - Incorporators

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

Name

Rebecca Cohen

Address

740 SW 100th Avenue

City

Pembroke Pines, Florida 33025

Name

Amram Edry

Address

19296 East Country Club Drive

City

Aventura, FL 33180

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this Monday, August 19, 2002.

Rebecca Cohen

Amram Edry

(Seal)

Certificate and Acknowledgment of Registered Agent

CERTIFICATE OF REGISTERED AGENT OF

Sephardic Cruises, Inc.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with its
registered office as indicated in the Articles of Incorporation

at	1606 East Hallandale Beach Blvd., Hallandale, FL 333009
has named	Rebecca Cohen
located at t within this	he aforesaid address, as its Registered Agent to accept service of process state.

Acknowledgment

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in these certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions in Florida Law in keeping open said office.

(registered agent)

O2 SEP 16 PH 2: 46
STOCKLAND OF STATE