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Joseph E. Neduchal

BANKRUPTCY

PERSONAL INJURY AND WRONGFUL DEATH

TRIAL PRACTICE

GENERAL PRACTICE

James M. Magee

FAMILY LAW

REAL PROPERTY

TRIAL PRACTICE

GENERAL PRACTICE

H. James Brett

OF COUNSEL

P02000102135

September 17, 2002

Division of Corporations

P.O. Box 6327

Tallahassee, FL 32314

Att: Katherine Harris, Secretary of State

100007844201--8

-09/19/02--01032--007

*****78.75 *****78.75

Dear Ms. Harris:

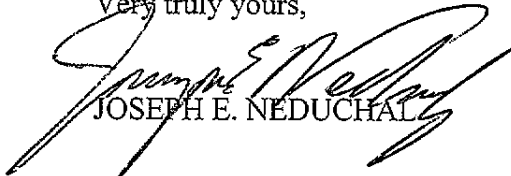
RE: Town & Country Travel & Tour, Inc.

Enclosed herewith please find the following:

1. An original Articles of Incorporation in reference to Town & Country Travel & Tour, Inc., together with Certificate Designating Registered Agent and Registered Address of the Corporation for Service of Process within this State, and Acceptance.
2. Enclosed also find our Trust check in the amount of \$78.75 for filing and returning a certified copy to our office.

If you should have any questions, please do not hesitate to call.

Very truly yours,


JOSEPH E. NEDUCHAL

JEN/ap
Enclosure

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2002 SEP 19 AM 9:07

FILED

09-23-02 /

FILED

2002 SEP 19 AM 9:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TOWN AND COUNTRY TRAVEL & TOUR, INC.

ARTICLE I

The name of the corporation is TOWN AND COUNTRY TRAVEL & TOUR, INC.

ARTICLE II

The objectives and purposes for which the corporation is organized is for bus and van transportation operations for profit and any other lawful purpose.

ARTICLE III

The duration of existence of the corporation is perpetual.

ARTICLE IV

The aggregate number of shares that the corporation shall have authority to issue is 1,000 shares. All such shares shall be of a single class, designated as common, and shall be without par value.

ARTICLE V

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

ARTICLE VI

No shareholder shall have the preferential or preemptive right to subscribe for or to purchase any shares of any class, any rights, warrants, or options with respect thereto, or any obligation convertible into or exchangeable for any such shares or other securities whether out of unissued shares or other securities or out of shares or other securities acquired by the corporation after the issue thereof, regardless of the consideration therefore.

ARTICLE VII

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VIII

To the fullest extent permitted by law, a director of the corporation shall have no personal liability to the corporation or its shareholders for monetary damages for conduct as a director; provided that this Article does shall not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Florida Business Corporation Act. No amendment to that Act, or amendment of these articles of incorporation, that further limits the acts or omissions for which elimination of liability is permitted, shall adversely affect any right or protection of a director for any act or omission occurring prior to such amendment. If the Florida Business Corporation Act is amended to further limit or eliminate liability of the director, then a director of the corporation shall not be liable for any such act or omission to the fullest extent permitted by the Florida Business Corporation Act, as so amended.

ARTICLE IX

The bylaws or articles of the corporation may be amended by majority vote of either the directors or she shareholders.

ARTICLE X

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of one director whose name and address is as follows:

RACHEL PELLINO
2511 Tryon Place
Windermere, Florida 34786

ARTICLE XI

The initial Registered Agent of the corporation is RACHEL PELLINO. The street address of the corporation's initial registered office is:

2511 Tyron Place
Windermere, Florida 34786

ARTICLE XII

The name and address of the incorporator of the corporation is:

RACHEL PELLINO
2511 Tryon Place
Windermere, Florida 34786

The address of the corporation's initial address is:

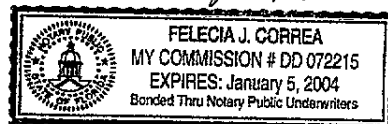
2511 Tryon Place
Windermere, Florida 34786

In Witness Whereof, I have signed my name this date.

Dated this 13th day of September, 2002.


RACHEL PELLINO

known

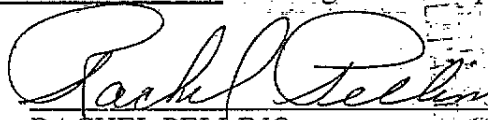




**CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED
ADDRESS OF THE CORPORATION FOR SERVICE OF PROCESS
WITHIN THIS STATE, AND ACCEPTANCE**

In accordance with Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted, in compliance with said act;

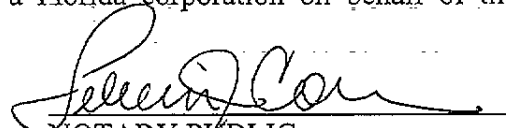
That TOWN AND COUNTRY TRAVEL & TOUR, INC., desires to organize under the laws of the State of Florida with its registered office at **2511 Tryon Place, Windermere, Florida 34786**, as indicated in the Articles of Incorporation, has named as its Registered Agent and registered office: **RACHEL PELLINO**, as its agent to accept service of process within this State.


RACHEL PELLINO
Incorporator

Having been named registered agent to accept service of process for the above stated corporation, at the place designated in this 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 of the aforementioned Statutes, including keeping open said office.


REGISTERED AGENT
RACHEL PELLINO

The foregoing instrument was acknowledged before me this 13th day of September, 2002, by RACHEL PELLINO, as Registered Agent of TOWN AND COUNTRY TRAVEL & TOUR, INC., a Florida corporation on behalf of the corporation. She is personally known to me.


NOTARY PUBLIC
My Commission Expires: 01-05-04

