

Division of Corporations

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Florida Department of State
Division of Corporations
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Division of Corporations
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From:

Account Name : WILLIAMS, PARKER, HARRISON, DIETZ & GETZEN, P.A.
Account Number : 072720000266
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FLORIDA PROFIT CORPORATION OR P.A.

TRAVELPARTNERS USA, INC.

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**ARTICLES OF INCORPORATION
OF
TRAVELPARTNERS USA, INC.**

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

Travelpartners USA, Inc.

2. Principal Office and Mailing Address. The address of the principal office and the mailing address of the Corporation is:

6150 Diamond Center Court
Building 200
Fort Myers, Florida 33912

3. Authorized Shares. The Corporation is authorized to issue 10,000 shares of common stock having a \$1.00 par value per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

4. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

5. Officers and Directors. The names and addresses of the initial officers and directors are as follows:

William C. Matty, Jr. - - Director, Vice President and Secretary
7891 Classics Court
Number 202
Estero, Florida 33928

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Frank R. Harp - Director, President and Treasurer
29 Galente Court
Fort Myers, Florida 33912

James E. Gibson - Director
8109 Midnight Pass Road
Sarasota, Florida 34242

6. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

John L. Moore
200 South Orange Avenue
Sarasota, Florida 34236

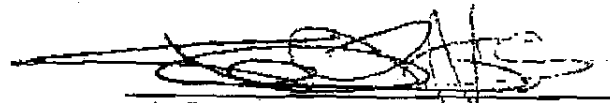
By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with, and accepts, the obligations of that position.

7. Incorporator. The name and address of the incorporator of the Corporation is:

John L. Moore
200 South Orange Avenue
Sarasota, Florida 34236

8. Effective Date. The existence of the Corporation shall commence upon the filing of these articles by the Florida Department of State.

Dated this 25th day of September 2003. —



John L. Moore
Incorporator and Registered Agent

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