

**Electronic Articles of Incorporation
For**

P04000049962
FILED
March 19, 2004
Sec. Of State
RVARNADORE

CAROL'S VACATION CHARTERS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

CAROL'S VACATION CHARTERS, INC.

Article II

The principal place of business address:

1160 HILLSBORO MILE
SUITE 302
HILLSBORO BEACH, FL. 33062

The mailing address of the corporation is:

1160 HILLSBORO MILE
SUITE 302
HILLSBORO BEACH, FL. 33062

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

JEROME L HOLBROOK
1160 HILLSBORO MILE
SUITE 302
HILLSBORO BEACH, FL. 33062

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JEROME L. HOLBROOK

Article VI

The name and address of the incorporator is:

JEROME L. HOLBROOK
1160 HILLSBORO MILE
SUITE 302
HILLSBORO BEACH, FL 33062

Incorporator Signature: JEROME L. HOLBROOK

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
JEROME L HOLBROOK
1160 HILLSBORO MILE, SUITE 302
HILLSBORO BEACH, FL. 33062

Article VIII

The effective date for this corporation shall be:

03/19/2004