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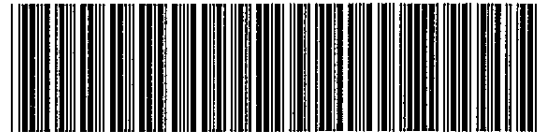
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TALLAHASSEE, FLORIDA

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**LAW OFFICE OF
STEVEN A ZIPPER, P.A.**
Trafalgar Plaza Building
5300 N.W. 33rd Avenue, Suite 203
Fort Lauderdale, Florida 33309-3328

STEVEN A. ZIPPER, Esq.*
Attorney and Counselor at Law
*Also Member of CN & NY Bars

Ft. Lauderdale: (954) 735-4272
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Facsimile: (954) 735-4268

June 9, 2005

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

**Re: Ambassador Cruise & Tours, Inc.
For Profit Corporation**

Gentlemen:

Enclosed please find the original and one (1) copy of Articles of Incorporation for a certified copy, together with a check in the amount of \$78.75 made payable to the Dept. of State, for the "for-profit" corporation - Ambassador Cruise & Tours, Inc.

This represents the cost of the filing fee, fee for registered agent designation and certified copy fee, for the above-referenced corporation.

Please send the certified copy of the Articles of Incorporation to the above-referenced address, and not to the corporation mailing address.

Thank you for your assistance in matter, and if you have any further questions, please feel free to contact me at your earliest convenience.

Very truly yours,



Steven A. Zipper, Esq.
**Attorney for Ambassador Cruise
& Tours, Inc.**

cc: Philip E. Simon

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
of
AMBASSADOR CRUISE & TOURS, INC.**

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of Florida.

ARTICLE I – Name

The name of the corporation is: Ambassador Cruise & Tours, Inc.

ARTICLE II – Commencement

The corporation shall commence its corporate existence on the date a corporate charter is granted by the state of Florida. The corporation shall exist perpetually.

ARTICLE II - General Purpose

The purpose for which this corporation has been formed is to engage in and transact any and all lawful business permitted under the laws of Florida and the United States.

ARTICLE IV – Capital Stock

The maximum number of shares of stock that the corporation is authorized to issue is One Thousand (1,000) Shares of common stock with a par value of One Dollar (\$1.00) per share. The consideration actually payable for each share of stock shall be set by the Board of Directors. Common stock of the corporation shall be issued as “small business corporation” stock in accordance with a plan under the provisions of Section 1244 of the Internal Revenue Code of 1954, as amended. The initial capital for the

corporation shall be One Thousand Dollars (\$1,000.00).

ARTICLE V – Place of Business and Registered Agent

The street address of the initial place of business of the corporation shall be: 6731 Montego Bay Blvd, Boca Raton, Florida 33433. The name and street address of the initial registered agent for the corporation shall be: Philip E. Simon, 6731 Montego Bay Blvd, Boca Raton, Florida 33433.

ARTICLE VI – Board of Directors

The corporation shall initially have two (2) directors, and the number of directors may thereafter be increased and later decreased in accordance with the By-Laws of the corporation. The name and address of the directors who shall hold office for the first year of corporate existence or until successors are elected or appointed are: Philip E. Simon, 6731 Montego Bay Blvd, Boca Raton, Florida 33433 and Zina Simon, 6731 Montego Bay Blvd, Boca Raton, FL 33433.

ARTICLE VII – Incorporator

These Articles of Incorporation may be amended by resolution adopted by the Board of Directors and presented to and approved at a meeting of shareholders by the holders of a majority of the shares entitled to vote thereon, or they may be amended in any other manner now or hereafter allowed by the laws of Florida.

IN WITNESS WHEREOF, the undersigned Philip E. Simon, has executed these Articles of Incorporation this 7th day of June, 2005.

LESLIE TERKIEL
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD288243
EXPIRES 02/05/2008
BONDED THRU 1-688-NOTARY1


Philip E. Simon
Signature of Incorporator

STATE OF FLORIDA

SS

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 7th day of June, 2005 by Philip E. Simon, who produced a Florida drivers license # S 550 665 20 4639, as identification and who ~~did~~/did not take an oath.


(signature of person taking acknowledgement)

Leslie Terkiel
(name of person notarizing)

(title or rank)

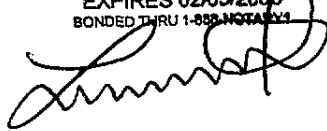
(serial number, if any)

LESLIE TERKIEL
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD288243
EXPIRES 02/05/2008
BONDED THRU 1-688-NOTARY1

APPOINTMENT OF REGISTERED AGENT

The undersigned subscriber, Zina Simon, to these Articles of Incorporation hereby appoints Philip E. Simon of Ambassador Cruise & Tours, Inc., as registered agent.

LESLIE TERKIEL
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD288243
EXPIRES 02/05/2008
BONDED THRU 1-888-NOTARY1

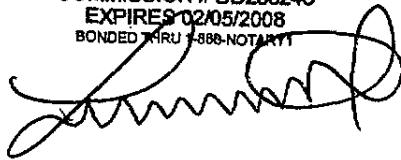


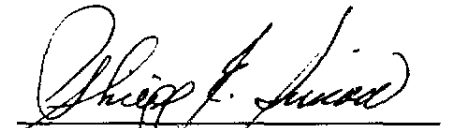

Zina Simon
Signature of Subscriber

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts appointment as registered agent for the corporation Ambassador Cruise & Tours, Inc, and understands the duties associated with such appointment.

LESLIE TERKIEL
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD288243
EXPIRES 02/05/2008
BONDED THRU 1-888-NOTARY1




Philip E. Simon
Signature of Registered Agent

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