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SECRETARY OF STATE
FILING INFORMATION

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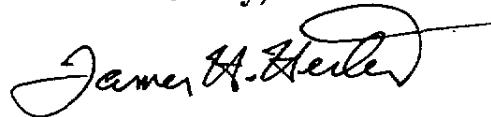
**Department of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, FL 32314**

Division of Corporations,

**Enclosed is the payment, the original and one copy
of the Articles of Incorporation for A Charter World, Inc.**

**If you have any questions or you are in need of
more information, please feel free to call me at (904) 778-2353.**

Sincerely,

A handwritten signature in black ink, reading "James H. Hester". The signature is fluid and cursive, with a long horizontal stroke extending from the end of the name.

James H. Hester – Incorporator

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: A CHARTER WORLD, INC
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

<input type="checkbox"/> \$70.00	<input type="checkbox"/> \$78.75
Filing Fee	Filing Fee & Certificate of Status

<input type="checkbox"/> \$78.75	<input checked="" type="checkbox"/> \$87.50
Filing Fee	Filing Fee,
& Certified Copy	Certified Copy
	& Certificate of
	Status

ADDITIONAL COPY REQUIRED

FROM: JAMES H. HESTER
Name (Printed or typed)

6932 Cinderella Road
Address

Jacksonville, Fl 32210
City, State & Zip

(904) 778-2353
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
Of
A CHARTER WORLD, INC.**

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05 JUL 25 PM 4:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**We the undersigned subscribers, to these Articles of
Incorporation, natural persons competent to contract, hereby form
a corporation under the Laws of the State of Florida.**

**ARTICLE I
Name of Corporation**

The name of the corporation shall be:

A CHARTER WORLD, INC.

**ARTICLE II
Principal Place of Business**

**The initial street address in this state of the principal office of this
corporation is: 6932 Cinderella Road, Jacksonville, Florida. The Board of
Directors may from time to time, move the principal office to any other
address in Florida.**

**ARTICLE III
Specific Purpose**

**The purpose of this corporation is to be a Seller
of Travel. Arranging Motor Coach Tours, Cruises, and Bus Charters.**

ARTICLE IV
Capital Stock

The maximum numbers of shares of stock that the corporation is authorized to have is: 1,000 (one thousand), Shares of common stock at \$1.00 (one dollar) par value, with pre-emptive rights.

A. Shareholders of the corporation shall have pre-emptive rights to acquire their pro-rata share of stock of the corporation for all issues of any class of stock of the corporation no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, included but not limited to cash, other property, services, the acquisition of other corporations shares of property through merger or the extinguishment of debts. Pre-emptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

B. This article pertaining to pre-emptive rights may not be amended or deleted without the unanimous vote of the shareholders of each offered class.

C. No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the corporation.

ARTICLE V
Directors

**The names and street addresses of the members of the first Board
Of Directors are:**

PRESIDENT – JAMES HOWARD HESTER
6932 Cinderella Road
Jacksonville, FL 32210

VICE PRESIDENT – FRANK E. O'NEILL JR.
9909 Apple Valley Court
Charlotte, NC 28269

SECRETARY - LINDA M. HESTER
12858 Hawk Crest Place
Jacksonville, FL 32258

TREASURER – NANCY D. HESTER
6932 Cinderella Road
Jacksonville, FL 32210

ARTICLE VI
Registered Agent

**The registered agent for this corporation is Linda M. Hester .
Her current street address is as follows:**

Linda M. Hester
12858 Hawk Crest Place
Jacksonville, FL 32258

**ARTICLE VII
Incorporator**

**The Incorporator of A Charter World, Inc. is James Howard
Hester. His Current street address is as follows:**

**James H. Hester
6932 Cinderella Road
Jacksonville, FL 32210**

**ARTICLE VIII
Effective Date**

**The effective date for this corporation is Tuesday 07/26/2005
(July the twenty sixth two-thousand and five).**

**ARTICLE IX
Subscribers**

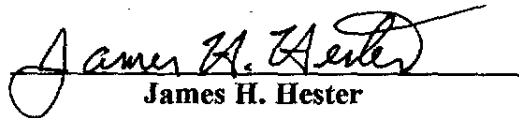
**The name and street addresses of the subscribers of these Articles
of Incorporation, the number of shares of stock which they agree to take
and the value of the consideration thereof is:**

**President – James Howard Hester
6932 Cinderella Rd.
Jacksonville, FL 32210
1000 (one thousand) shares, at \$1.00 par value**

**ARTICLE X
Amendments**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

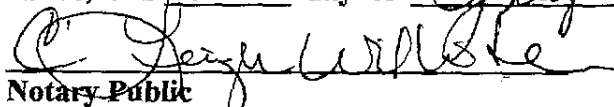
IN WITNESS WHEREOF, James H. Hester, the incorporator above named, has hereunto set his hand and seal this 22 day of July 2005.


James H. Hester

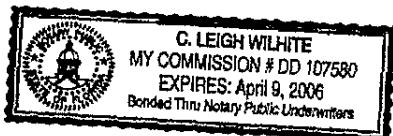
State of Florida
County of Duval

BEFORE ME, the undersigned authority, personally appeared: James H. Hester, who, after first being duly sworn, depose and state: That he is the person described in the foregoing Articles of Incorporation and he has subscribed to those Articles of Incorporation.

Witness my hand and official seal in the County and State named above, this 22nd day of July, 2005.


Notary Public

My Commission Expires :



**CERTIFICATE FOR UNDERSIGNING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent

7/22/05
Date



Signature/Incorporator

7/22/05
Date

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05 JUL 25 PM 4:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA