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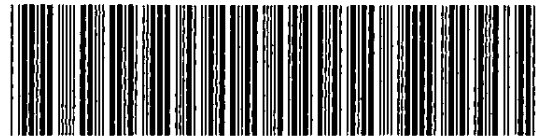
(Business Entity Name)

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03 JUN 30 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/4

Larry L. Dillahunty, P.A.

Larry L. Dillahunty, Esquire

June 27, 2008

Ph: (727) 527-4050
Fax: (727) 527-4115
E-mail: LarryDLaw@aol.com

954 First Avenue North
St. Petersburg, FL 33705

Secretary of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Corporate Filing – **TRUE FANS TRAVEL, INC.**
A Florida Corporation

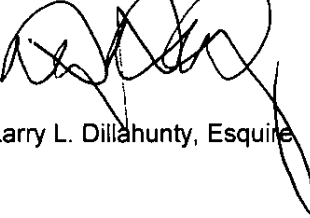
Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for **TRUE FANS TRAVEL, INC.**, a Florida Corporation, together with my trust account check in the amount of \$78.75 payable to the Secretary of State for the filing fee and for a certified copy of the Articles. I would appreciate your filing these papers as soon as possible and returning the certified copy to my office address as shown above at your very earliest convenience.

Thank you for your courtesy and attention in this matter. Should you have any questions or concerns, please do not hesitate to give me a call.

Sincerely yours,

LARRY L. DILLAHUNTY, P.A.



Larry L. Dillahunty, Esquire

LLD/chd
Enclosure(s)

Sent Via Federal Express

ARTICLES OF INCORPORATION

OF

TRUE FANS TRAVEL, INC.

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08 JUN 30 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the Corporation is **TRUE FANS TRAVEL, INC..**

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The purpose of the Corporation is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares that the Corporation is authorized to issue is Eight Hundred Thousand (800,000) shares, divided into two classes. The designation of each class, the number of shares of each class, and the par value or no par value of the shares of each class are as follows:

<u>CLASS</u>	<u>NUMBER OF SHARES</u>	<u>PAR VALUE</u>
COMMON VOTING	500,000	\$.01
PREFERRED NON-VOTING	300,000	\$.01

The Preferred Shares authorized by these Articles of Incorporation shall be non-voting

and the holders of the Preferred Shares, in preference to the holders of the Common Voting Shares, shall be entitled to receive dividends out of any funds legally available for this purpose, as and when declared by the Board of Directors. Such dividends, if any, shall be declared by the Board of Directors no less than annually. Subject to the foregoing provisions and to any further limitations prescribed by the Board of Directors pursuant to the further provisions hereof, the Board of Directors may declare out of such funds legally available therefore, additional dividends (on a more than annual basis), but such additional dividends shall be made equally share-for-share to all outstanding shares, Preferred and Common alike.

In the event of any involuntary liquidation, dissolution, or winding up of the affairs of the Corporation, then, before any distribution or payment shall be made to the holders of the Common Voting Shares, the holders of the Preferred Shares shall be entitled to be paid in full no less than the cost of the original acquisition of their shares plus any accrued but unpaid dividends which may have been determined by the Board of Directors.

Further, the Corporation hereby reserves the right to redeem all or any portion of the issued and outstanding Preferred Shares of the Corporation, as the Board of Directors may from time to time deem in the best interest of the Corporation. Such redemption shall be for an amount no less than the Shareholder's original cost of acquisition from the Corporation, plus interest from the date of acquisition from the Corporation at 7 % per annum, as well as the payment of any accrued but unpaid dividends, that the Board of Directors may have from time to time declared.

ARTICLE V

PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of the corporation is 1545 Crystal Lake Drive, Lakeland, Florida, 33801, and the mailing address of the corporation is the same. The name of the initial Registered Agent of the corporation is **JAMES E. DECKER** located at 1545 Crystal Lake Drive, Lakeland, Florida, 33801.

ARTICLE VI

DIRECTORS

The Board of Directors shall consist of no less than three (3) and no more than eleven (11) members. The initial Board of Directors of the Corporation shall consist of three (3) Directors. The names and addresses of the initial Directors are:

<u>NAME</u>	<u>ADDRESS</u>
JAMES E. DECKER	1545 Crystal Lake Drive Lakeland, FL 33801
DOREEN DECKER	1545 Crystal Lake Drive Lakeland, FL 33801
LARRY L. DILLAHUNTY	954 First Avenue North St. Petersburg, FL 33705

ARTICLE VII

INCORPORATORS

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
JAMES E. DECKER	1545 Crystal Lake Drive Lakeland, FL 33801

ARTICLE VIII

BY-LAWS

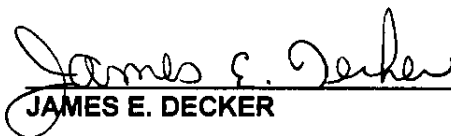
The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE IX

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have subscribed my name this 9th day of June, 2008.



JAMES E. DECKER

STATE OF FLORIDA

COUNTY OF Polk

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **JAMES E. DECKER**, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same for the purposes therein contained.

WITNESS my hand and official seal in the County and State last aforesaid this 9th day of June, 2008.


Notary Public / State of Florida at Large
Printed Name: SOFIA Belette

My Commission Expires: 10/12/2010
My Commission Number:

DD0604531



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

DEPARTMENT OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND
NAMES AND ADDRESSES OF THE CORPORATION.

The following is submitted in compliance
with Chapter 48.091, Florida Statutes

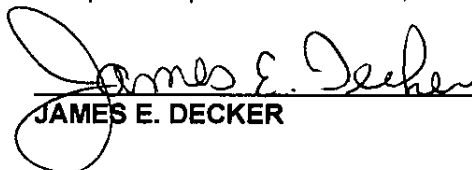
TRUE FANS TRAVEL, INC., a Corporation, organized under the laws of the State of Florida, with its principal office at 1545 Crystal Lake Drive, Lakeland, Florida, 33801, and its mailing address being the same, has named **JAMES E. DECKER**, located at 1545 Crystal Lake Drive, Lakeland, Florida, 33801, with his residence being the same, as its agent to accept service of process within the State.

OFFICERS:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
JAMES E. DECKER	1545 Crystal Lake Dive Lakeland, FL 33801	President
CHRISTOPHER REEDER	103 Costa Loop Auburndale, FL 33823	Treasurer
LARRY L. DILLAHUNTY	954 First Avenue North St. Petersburg, FL 33705	Secretary

ACCEPTANCE:

I agree, as Resident Agent, to accept service of process, to keep the office open during prescribed hours, to post my name in some conspicuous place in the office, as required by law.



JAMES E. DECKER