

**Electronic Articles of Incorporation
For**

P09000001881
FILED
January 07, 2009
Sec. Of State
jshivers

SMITH CRUISES & TOURS 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:

SMITH CRUISES & TOURS INC.

Article II

The principal place of business address:

17035 GULF BLVD
N. REDINGTON BEACH, FL. 33708

The mailing address of the corporation is:

17035 GULF BLVD
N. REDINGTON BEACH, FL. 33708

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:

10000

Article V

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

CHRISTOPHER J SOLURI
17035 GULF BLVD
N. REDINGTON BEACH, FL. 33708

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

P09000001881
FILED
January 07, 2009
Sec. Of State
jshivers

Registered Agent Signature: CHRISTOPHER SOLURI

Article VI

The name and address of the incorporator is:

CHRISTOPHER SOLURI
17035 GULF BLVD
207
N. REDINGTON BEACH FL 33078

Incorporator Signature: CHRISTOPHER SOLURI

Article VII

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

Title: P
CHRISTOPHER J SOLURI
17035 GULF BLVD
N. REDINGTON BEACH, FL. 33708

Title: VP
SCOTT C HEWITT
17035 GULF BLVD
N. REDINGTON BEACH, FL. 33708

Title: D
ROBERT L SMITH
17035 GULF BLVD
N. REDINGTON BEACH, FL. 33708

Article VIII

The effective date for this corporation shall be:

01/01/2009