



**ARGONAUTS**

worldwide charters & brokerage

**P95000005891**

000001374480  
-01/10/95--01033--009  
\*\*\*\*122.50 \*\*\*\*122.50

2 January 1995

Department of State  
Corporate Division  
PO Box 6327  
Tallahassee, FL 32314

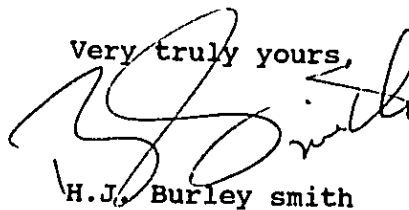
Dear Sirs,

We enclose our check for \$122.50 to cover the cost of incorporation of "ARGONAUTS, Inc.". The name has been approved and a copy of the approval is attached.

Two notarized copies of the proposed Articles of Incorporation are enclosed.

Thank you very much.

Very truly yours,

  
H.J. Burley Smith

FILED  
1995 JAN 23 AM 9:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Handwritten notes:*  
P95-5891  
1/12/95  
125  
125-828



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

December 16, 1994

STEVEN J. BEST  
UMAN & BEST, P.A.  
580 VILLAGE BLVD., SUITE 270  
WEST PALM BEACH, FL 33409

The name ARGONAUTS, INC. has been reserved for 120 days beginning December 16, 1994. The reservation number is R94000005945 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Alan Crum

Letter number: 894A00053328



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

January 12, 1995

M.J. BURLEY SMITH  
ARGONAUTS WORLDWIDE CHARTERS & BROKERAGE  
12283 SW 129TH CT.  
MIAMI, FL 33186

SUBJECT: ARGONAUTS, INC.  
Ref. Number: W9500000828

We have received your document for ARGONAUTS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6929.

Brendolyn Bruton  
Corporate Specialist

Letter Number: 095A00001422

CERTIFICATE OF INCORPORATION  
OF

FILED  
1995 JAN 23 AM 9:28  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation under the Laws of the State of Florida, under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit, generally, and hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a Corporation under the Laws of the State of Florida.

ARTICLE I

Name of the Corporation

The name of this Corporation shall be \_\_\_\_\_  
ARBOREANTS, INC.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this Corporation is:

TOUR OPERATORS AND ANY OTHER BUSINESS  
IN WHICH THE DIRECTORS MAY LAWFULLY  
DECIDE TO ENGAGE.

ARTICLE III

Capital Stock

The maximum number of shares of capital stock authorized to be issued by this Corporation shall be 100 shares, each having a par value of one dollar (\$1.00) of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the incorporator, or by the Board of Directors, at a meeting called for such purpose. All stock when issued shall be fully paid for and shall be non-assessable.

ARTICLE IV

Initial Capital

The amount of capital with which this Corporation shall begin business shall be One Hundred Dollars (\$100.00).

ARTICLE V

Term of Existence

This Corporation shall be perpetual existence.

ARTICLE VI  
Principal Office

The following shall be the street address and the principal office of this Corporation, but the Corporation shall have the power to move the principal office to any other address in the State of Florida, and to establish branch offices and other places of business at such other places within or without the State of Florida that may be deemed expedient: 12283 SW 129 COURT,

MIAMI, FL 33186

ARTICLE VII  
Directors

There shall be a Board of Directors for this Corporation which shall consist of TWO persons. The number of Directors may be increased or diminished from time to time as determined by the By-Laws, but shall never be less than Two. Each of said Directors shall be of full age and at least one of them shall be a citizen of the United States. Any Director may be removed at any annual or special meeting of stockholders called in accordance with the By-Laws of the Corporation, by the same vote as that required to elect a Director.

ARTICLE VIII  
Initial Board of Directors

The names and addresses of the first Board of Directors is as follows:

<u>Names</u>	<u>Addresses</u>	<u>Office</u>
TANYA MICHELLE SMITH	APT. 2-B 2901 SO. BAYSHORE DR. MIAMI, FL. 33133	12283 SW 129 CT. MIAMI, FL 33186
HENRY JAMES BURLEY SMITH	- SAME -	- SAME -

The members of the first Board of Directors, unless otherwise provided by the By-Laws, shall hold office for the first year of the existence of the Corporation or until their successors are elected or appointed and have qualified.

ARTICLE IX  
Subscribers

The names and addresses of each subscriber to these Articles of Incorporation and the number of shares of stock each agrees to purchase are:

<u>Names</u>	<u>Addresses</u>	<u>No. of shares</u>
HENRY JAMES BURLEY SMITH	APT 2-B 2901 SO. BAYSHORE DR. MIAMI, FL 33133	- ONE -

The private property of the stockholders shall not be subject to the payment of the Corporation's debt to any extent whatsoever.

ARTICLE X

Registered Office and Registered Agent

The registered office of this corporation shall be 12283 SW 129 COURT, MIAMI, FL 33186 and the registered agent shall be *HENRY JAMES BURLEY SMITH*, at the same address.

ARTICLE XI

Conflict of Interest

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the officers of this Corporation are pecuniarily or otherwise interested in, or are Directors or officers of, such other Corporation; any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any Director of this Corporation or who is so interested may be counted in determining the existence of a quorum at any such meeting of the Board of Directors, and may vote at any such meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such a Director or officer of such other Corporation or not so interested.

ARTICLE XII

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Laws of the State of Florida, and all rights conferred upon the stockholders herein are subject to this reservation.

In WITNESS WHEREOF, WE, the undersigned, have executed these Articles of Incorporation for the uses and purposes stated therein this 2<sup>nd</sup> day of January 1995

*I am hereby familiar with  
and accept the duties + responsibilities  
as registered agent for said  
Corporation.*

*Henry James Burley Smith*

*Henry James Burley Smith*

*Marisol Perez Velasco*

NOTARY PUBLIC

