

P9500009841

DAVID E. DISNEY, P.A.
ATTORNEY AT LAW
234 WEST NEW YORK AVENUE
DELAND, FLORIDA 32720
(800) 734-5085
(800) 730-7704 (FAX)

FILED
95 FEB -7 PM 5:09
TALLAHASSEE, FLORIDA

January 27th, 1995

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

700001395937
-02/01/95- 01111-000
***122.50 ***122.50

Re: Happy Trails Tours, Inc.

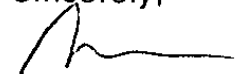
Gentlemen:

Enclosed herewith is the original and one copy of the Articles of Incorporation for the abovementioned corporation, along with my trust account check, payable to the Department of State, in the amount of \$122.50 which represents payment for the following:

Filing fee	35.00
Certified copy	52.50
Registered Agent fee	35.00
	<hr/>
	122.50

Please return the certified copy to the attention of my assistant, Theresa Rauschenberger. Thank you for your consideration in this matter.

Sincerely,



David E. Disney, Esquire

DED/tar
Enclosures

D. BROWN FEB - 6 1995

FILED
55 FEB - 7 PM 5:09
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
HAPPY TRAILS TOURS, INC.**

The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida.

ARTICLE I

Name and Principal Office

The name of this corporation is Happy Trails Tours, Inc. and it shall have as its principal address 451 Girl Scout Road, Barberville Florida 32105. This shall also be the registered office address. The mailing address shall be P.O. Box 25, Barberville, Florida 32105-0025.

ARTICLE II

Duration

The corporation is to exist perpetually.

ARTICLE III

Purpose

The corporation is organized for the purpose of providing guided pack trips and serve as an outfitter as well as for any other activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Capital Stock

The aggregate number of shares which the corporation has the authority to issue is 1,000 shares of common stock of a single class, with a par value of One Dollar (\$1.00) per share which shall be fully paid and non-assessable. All such stock shall be payable in cash, property, labor, or services and a just evaluation to be fixed by the shareholders at the meeting called for that purpose. The capital stock shall be sold, signed, issued, and transferred in accordance with the By-Laws of this corporation.

ARTICLE V

Pre-emptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which is offered to others.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation shall be as follows: 451 Girl Scout Road, Barberville, Florida 32105 and the name of the registered agent of this corporation is Mindy Underhill.

ARTICLE VII

Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time from the By-Laws but shall never be less than one. The name and address of the initial director of the corporation is:

MINDY UNDERHILL

451 Girl Scout Road
Barberville, Florida 32105

The method of election of directors shall be provided for in the bylaws of the corporation.

ARTICLE VIII

Incorporators

The name and address of the person signing these Articles of Incorporation is as follows:

MINDY UNDERHILL

451 Girl Scout Road
Barberville, Florida 32105

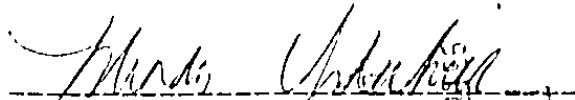
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 27th day of January, 1995.


MINDY UNDERHILL

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVESTATED CORPORATION AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

Dated this 27th day of January, 1995.


MINDY UNDERHILL
NOTARY PUBLIC
STATE OF FLORIDA
JAN 27 1995
PM 5:09

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, a Notary Public authorized in the State and County set forth above, personally appeared MINDY UNDERHILL, known to me and known by me to be the person who, as Incorporator, executed the foregoing Articles of Incorporation of Happy Trails Tours, Inc. and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 27th day of January.

1995.

(SEAL)



THERESA A. RAUSCHENBERGER
MY COMMISSION # CC 207503 EXPIRES
July 18 1996
BONDED THRU TROY TAIN INSURANCE, INC

Theresa A. Rauschenberger
Notary Signature

THERESA A. RAUSCHENBERGER
Printed Notary Signature
My Commission Expires: 07-18-96