

P95000010382

State Bar of Florida
Corporation Division
Post Office Box 6522
Tallahassee, Florida 32310

RECEIVED
JAN 2 1983
STATE BAR OF FLORIDA

Re: Islands Travel Services & Charters, Inc.

Gentlemen:

Attached hereto please find the following described items:

1. Original and copy of Articles of Incorporation of the captioned corporation.
2. Fully executed Resident Agent Form.
3. Check to cover the fees.

Your earliest possible attention to this matter will be highly appreciated.

Very truly yours,

W. J. G. Gherney
W. J. G. Gherney

W95-1548
634,532,706

KAN 1-23



FLORIDA DEPARTMENT OF STATE
Sandra B. Morton
Secretary of State

January 23, 1995

RAFAEL A. ALVAREZ
3406 S.W. 8TH STREET
MIAMI, FL 33135

SUBJECT: ISLANDS TRAVEL SERVICES & CHARTERS, INC
Ref. Number: W95000001548

We have received your document for ISLANDS TRAVEL SERVICES & CHARTERS, INC. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6915.

Kevin Nickens
Document Specialist

Letter Number: 295A00002642

STATE
NATIONS

95 FEB 19 AM 8:32

1406 S.W. 8th Street
Miami, FL 33135

Shares may be issued for such consideration as is determined from time to time by the stockholders.

This power which is hereby reserved unto the stockholders by right, may, and it is hereby delegated, unto the Board of Directors.

The Board may issue the shares of this corporation for such consideration as is determined from time to time by the Board, unless and until the stockholders by affirmative action communicate to the Board, in writing, their decision to determine the consideration for the issuance of non-issued or sale of treasury shares. This action by stockholders will not effect prior action by the Board.

The consideration for the assurance of shares or for the disposal of treasury shares may be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of the consideration therefor has been paid. When payment of the consideration for which shares are to be issued shall have been received by the corporation, such shares shall be deemed to be fully paid and non assessable.

ARTICLE V- PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any 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 rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3406 S.W. 8th Street Miami, Florida 33135 and the name of the initial registered agent of this corporation at that address is RAFAEL ALVAREZ

ARTICLE VII- INITIAL BOARD OF DIRECTORS

This corporation shall have 1 Director initially. The number of Directors may be increased or diminished from time to time in such manner as may be prescribed by the By-Laws, but shall never be less than one (1).

ARTICLE VIII- INITIAL DIRECTORS

The name and street address of each of the members of the initial Board of Directors of this Corporation is:

NAME	ADDRESS
RAFAEL A ALVAREZ	3406 S.W. 8th Street Miami, Florida 33135

ARTICLE IV - INDEMNIFICATION

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter being a director or officer of the corporation, or by reason of any action alleged to have been hereafter or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonable incurred by him in connection with any claim or liability provided that no person shall be indemnified against, or reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this

corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are peculiarly 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 peculiarly or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of directors of the corporation which shall authorize

any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with the like force and affect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE X REMOVAL OF DIRECTORS

Any Director or the entire Board of Directors may be removed, with or without cause, by a vote of the holders of a majority of the shares then entitled to vote at an election of Directors, at a special meeting of shareholders, called expressly for that purpose.

ARTICLE XI - INCORPORATION
The name and street address of each subscriber of
these Articles of Incorporation is:

NAME	ADDRESS
RAFAEL A ALVAREZ	3406 S.W. 8th Street Miami, Florida 33135

ARTICLE XII- BY-LAWS

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors. By-Laws adopted by the Board of Directors may be repealed or changed and new By laws may be adopted by the shareholders; and the shareholders may prescribe in any By-law made by them that such By-law shall not be altered, amended, or repealed by the Board of Directors.

ARTICLE XIII- POWERS

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 a stockholders meeting by a majority of the stock entitled to vote thereon.

ARTICLE-XV- RESTRICTIONS ON

TRANSFERS OF SHARES

Every shareholder, prior to selling transferring or in any manner divesting title to or interest in any share of this corporation,

