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FILED
1955 FEB 13
FBI - TAMPA
Ext.

ARTICLES OF INCORPORATION

of

American Dream Cruises, Inc.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

American Dream Cruises, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue five hundred shares (500) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	American Dream Cruises, Inc.		
ADDRESS	5607 Spruce Dr.		
CITY	Ft. Pierce	FLORIDA	ZIP 34982

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	William A. Lawson		
ADDRESS	5607 Spruce Dr.		
CITY	Ft. Pierce	FLORIDA	ZIP 34982

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	William A. Lawson		
ADDRESS	5607 Spruce Dr.		
CITY	Ft. Pierce	STATE Florida	ZIP 34982
NAME	Sarah E. Lawson		
ADDRESS	5607 Spruce Dr.		
CITY	Ft. Pierce	STATE Florida	ZIP 34982
NAME			
ADDRESS			
CITY		STATE	ZIP

FILED
1985 SEP 13 PM 2:00
TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	William A. Lawson		
ADDRESS	5607 Spruce Dr.		
CITY	FL. Pierce	STATE	Florida ZIP 34902
NAME	Sarah E. Lawson		
ADDRESS	5607 Spruce Dr.		
CITY	FL. Pierce	STATE	Florida ZIP 34902
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this _____ day of _____, 19____.

_____(Seal)
_____(Seal)
_____(Seal)

STATE OF FLORIDA)
COUNTY OF St. Lucie) SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

William A. Lawson
Signature

Florida DL license L25022151 3900
Form of Identification

[Signature]
Signature

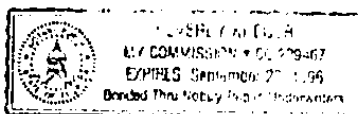
Florida DL license L25022151 3900
Form of Identification

Signature

Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that They executed these Articles of Incorporation, that I relied upon the form of identification of the above named person as indicated opposite each name, and that an oath (was)(was not) taken.

NOTARY RUBBER STAMP SEAL



Witness my hand and official seal in the County and State last aforesaid this 21st day of January, 1992.

[Signature]
Notary Signature

Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

American Dream Cruises, Inc.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 5607 Spruce Dr.
Ft. Pierce, FL. 34982

has named William A. Lawson
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

William A. Lawson
(registered agent)

William A. Lawson

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FEB 13 2:00
TALLAHASSEE, FLORIDA