

P9500023758

March 8, 1995

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Dear Sir:

Enclosed please find Articles of Incorporation and the Designation and Acceptance of Registered Agent for filing, together with our check in the amount of \$122.50 to cover the filing fee, certified copy charge, designation of registered agent, and charter tax.

I have also enclosed an additional copy of the Articles of Incorporation which I would appreciate having certified and returned to the address below.

Sincerely,

David E. Stevenson

David E. Stevenson
404 South 16th Street
Fernandina Beach, FL 32034

600001438096
-03/23/95--01069--001
****122.50 ****122.50

Enclosures

FILED
95 MAR 23 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN MAR 24 1995

**ARTICLES OF INCORPORATION
OF
AMELIA EXCURSIONS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of FLORIDA.

ARTICLE I--Name

The name of the corporation shall be AMELIA EXCURSIONS, INC.

ARTICLE II--Nature of Business

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of The United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III--Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock, having a par value of \$1.00 per share.

ARTICLE IV--Address

The street address of the initial registered office of the corporation shall be 404 South 16th Street, Fernandina Beach, Florida, County of Nassau and the name of the initial Registered Agent for the corporation at that address is David E. Stevenson.

ARTICLE V--Special Provisions

The stock of this corporation is intended to qualify under the requirements of section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI--Term of Existence

This corporation shall exist perpetually.

ARTICLE VII--Limitation of Liability

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or against him by reason of his being or having been a director, stockholder or officer of the corporation of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by

law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII--Self Dealing

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporations the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporations vote upon any transaction with the corporations regards the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of :

David E. Stevenson
Tia L. Stevenson

ARTICLE IX--Incorporator

The name and address of the incorporator is David E. Stevenson, 404 South 16th Street, Fernandina Beach, Florida, County of Nassau.

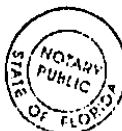
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 16th day of March, 1995.

Incorporator David E. Stevenson

State of Florida
County of Nassau

The foregoing instrument was executed and acknowledged before me this 16th day of March, 1995, by David E. Stevenson.

Ann M. Hays
Notary Public
State of Florida
My Commission expires: _____



My Comm Exp 9/20/97
Bonded by Service Ins
N.Y. CC317171
J. Perryman Esq.
11/19/95

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**DESIGNATION OF AND ACCEPTANCE BY
REGISTERED AGENT**

The following is submitted in compliance with the laws of the State of Florida. **AMELIA EXCURSIONS, INC.**, a corporation organizing under the laws of the State of Florida, with its principal office located at 404 South 16th Street, Fernandina Beach, Florida, has named David E. Stevenson, whose address is 404 South 16th Street, Fernandina Beach, Florida as its Agent to accept service of process within this State.

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officer of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent David E. Stevenson

State of Florida
County of Nassau

BEFORE ME, the undersigned authority, this day personally appeared David E. Stevenson who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 16th day of March, 1995.

Sam M. Hays
Notary Public
State of Florida
My Commission Expire _____



SAM M. HAYS
My Comm Exp. 9/20/97
Bonded by Service Ins
No. CC317171
H. Hays & Son, Inc. Tallahassee, FL

P95000023758

Amelia Excursions, Inc.
404 S. 16th Street
Fernandina Beach, FL 32034
904-661-3639 / 277-8015
Dec. 27, 1995.

Division of Corporations
Amendment/Dissolution Section
Post Office Box 6327
Tallahassee, FL 32314

RE: Articles of Dissolution

Gentlemen:

900001676489
-01/03/96--01039--010
*****42.75 *****42.75

Please find enclosed the original Articles of Dissolution for Amelia Excursions, Inc., together with the filing fee of \$35.00.

This letter is also to request a Certificate of Status after the filing of the Articles of Dissolution. I enclose your fee of \$8.75, together with a self addressed, stamped envelope provided for your convenience in returning the requested Certificate.

Thanking you in advance for your anticipated cooperation and assistance in this matter.

Amelia Excursions, Inc.

By: David E. Stevenson
David E. Stevenson/Director

Tia L. Weatherington
Tia L. Weatherington f/k/a Tia L. Stevenson
Director

Encl.

SH 1/0
Vol. Diss.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JAN - 2 PM 12:34

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation is: **AMELIA EXCURSIONS, INC.**

SECOND: The Articles of Incorporation were filed on March 23, 1995.

THIRD: The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution

A majority of the Directors authorized the dissolution.

Signed, this 27th day of Dec, 1995.


David E. Stevenson

Director/Incorporator


Tia L. Weatherington f/k/a

Tia L. Stevenson

Director

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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