

P45000027899

MARCH 31, 1994

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Ref: Articles of Incorporation and Filing Fees for
COSTA RICA ADVENTURE TOURS, INC.

Gentlemen:

Please find enclosed two (2) sets of notarized Articles of Incorporation for the above new company.


I have also enclosed my check in the amount of \$122.50 in payment for the following items:

Filing Fee	\$ 35.00
Certified Copy	\$ 52.50
Designation of Registered Agent	\$ 35.00
Total Amount	\$122.50

Thank you for your consideration. Please forward all correspondence to:

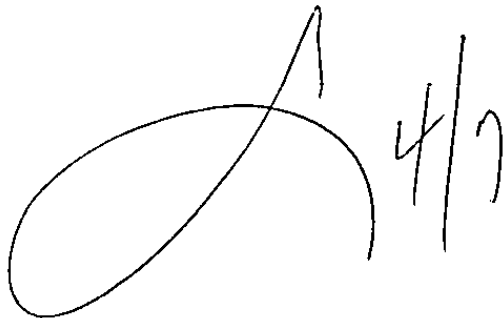
COSTA RICA ADVENTURE TOURS, INC.
P.O. Box 90009
Gainesville, FL 32607

Yours truly,


Donald E. Larsson

300001448193
-04/05/95--01031--003
****122.50 ***122.50

FILED
95 APR -5 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION
OF
COSTA RICA ADVENTURE TOURS, INC.

FILED
55 JAN -5 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is COSTA RICA ADVENTURE TOURS, INC.

The principal location of this business is 3321 N.W. 28th Place,
Gainesville, Florida 32605.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of marketing and
selling vacation tours, as well as for the purpose of transacting any and
all lawful business for which a corporation may be incorporated.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100)
shares of One Dollar (\$1.00) par value common stock, which shall be
designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this
corporation is 3321 N.W. 28th Pl., Gainesville, Florida, 32605, and the
initial registered agent is Donald Eric Larsson.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially.

The number of directors may either be increased or decreased from time to time by the By-Laws but shall never be less than one (1).

The name and address of the initial director of this corporation is:

Donald Eric Larsson
3321 N.W. 28th Pl.
Gainesville, Florida 32605

ARTICLE VII - INCORPORATION

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

Donald Eric Larsson
3321 N.W. 28TH Pl.
Gainesville, Florida 32605

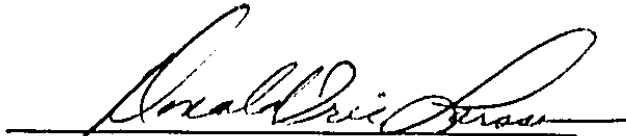
ARTICLE VIII - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation or any Amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 31st day of March, 1995.


DONALD ERIC LARSSON

PAGE 4 OF 5

STATE OF FLORIDA)
) SS:
COUNTY OF ALACHUA)

BEFORE ME, a notary public, authorized to take
acknowledgements in the State and County set forth above, personally
appeared DONALD ERIC LARSSON, known to me and known by me to be the person
who executed the foregoing Articles of Incorporation, and he acknowledged
before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my official seal, in the State and County aforesaid this 31st day of
March, 1995.

Gay M. Wood
NOTARY PUBLIC, State of Florida at Large

My Commission expires:



GAY M. WOOD
MY COMMISSION # 0034406 EXPIRES
July 16, 1995
FLA. STAT. § 119.07(1)(b) 1985

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT
FOR
COSTA RICA ADVENTURE TOURS, INC.

The undersigned, having been appointed as Registered Agent for the above named Corporation, hereby consents to said appointment and agrees to serve as same for said Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal
this 31st day of March, 1995.



(SEAL)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 APR -5 AM 10:50

FILED