P5000536// TRANSMITTAL LETTER

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

SUBJECT: Wo	Proposed corporate	Surfing in name - must include a	o(ffix) •=-	-7 & S, /N & . 3/1/10/10/10/15/5/7/10/5/5/ 17/13/9501/16501/3 4444-78, 75 *4*4-78, 75
Enclosed is an origin for : \$70.00 Filing Fee	al and one (1) c 378.75 Filing Fee & Combons	\$122.50 Filing Fee & Certified Copy Additional Cop	of incorporation \$131.25 Filing Fee, Certified Copy & Certificate	
FROM:	190 5A7E	(printed or typed) HARWOOD Address		7/12/
	407 Daytime 79517 - 3	-773-910 Telephone number		7-773-4244 CCLLO MINOL /

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Worldwide Surfing Adventures, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

190 HARWOOD AVENUE SATELLITE BENCH, FL 30937

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: TEN

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS
The name and address of the initial registered agent is:

SANDI MICHELE FRANCIS
190 HARWOOD AVENUE
SATELLITE BEACH, FL 32937

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:	Worldwide Surling Ald	ventures, Inc
2. The name and address of the reg	istered agent and office is:	
- SAMBY	MICHELE FRANCIS	•
/ C) O (P.O. B	MANUCOS /- JUE WU () ox or Mail Drop Box NOT ACCEPTABLE)	
SATEL	CITY/STATE/ZIP)	

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature) 7-10-95 (DATE)

Worldwide Surfing Adventures, Inc.

Interamerican Trade Center 599 Sherwood Avenue, Suite 100 Satellite Beach, FL 32937 USA

USA: (407) SRF-GURU (773-4879)

FAX: (407) 773-4214

1500053644

Division of Corporations Attn: Amendment to Articles of Incorp. P. O. Box 6327

Dear Sirs:

Tallahassee, FL 32314

Enclosed is an Articles of Amendment to Articles of Corporation form to amend the name of our corporation.

This change has been accepted by the sharholders of the corporation, who also the two directors of the corporation. We have attached a copy of our corporate resolution approving this amendment.

Please send me a Certificate of Status when this change is made. I have enclosed a check for the \$35 amendment fee plus \$8.75 for the Certificate of Status. If you require any additional information, please telephone me in the ginterest of time.

Thank you.

Sincerely,

S. Michele Francis

Michele Frances

President

N/a

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

96 NOV 13 PH 1:43

WORLDWIDE SURFING ADVENTURES, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted (indicate article number(s) being amended, added or deleted)

DOCUMENT NUMBER: P950000 53644

CURPORATE NAME IS TO BE CHANGED TO:

WORLDWIDE ADVENTURES, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

	Section 1985 and the section of the					
THIRD: T	ne date of each amendment's adoption: 10/28/96					
	Adoption of Amendment(s) (CHECK ONE)					
Ħ	The amendment(s) was/were approved by the shareholders. The number of votes east for the amendment(s) was/were sufficient for approval.					
a	ne amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote parately on the amendment(s):					
	"The number of votes east for the amendment(s) was/were sufficient					
	for approval by					
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.					
•	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.					
Si	gned this <u>28TH</u> day of <u>OCTOBER</u> , 19 <u>96</u> .					
Signature _	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)					
	OR					
	(By a director if adopted by the directors)					
OR						
(By an incorporator if adopted by the incorporators)						
	S. MICHELE FRANCIS Typed or printed name					
	PRESIDENT OR CHAIRMAN OF THE BOARD					

P95000053644

Mail this postcard to people and businesses that s	end you mail
address baginning:	South Day Year
Worldwide Adventures, Inc OLD Complete Street Address, 599 Sherwood Ave, Suite 100 Satellite Beach, FL 32937 Cty or Post Office (800) 796-9110 Fax (407) 773-4214	Apt/Suite No ZIP Code or ZIP+4
NEW Complete Street Address. Worldwide Adventures, Inc. City of Post Office 1301 S. Patrick Drive, Suite 67	Apt / Surie No ZIP Code or ZIP+4 Telephone No. (Optional)
Saterific Schori, Account Number (If Applicable) (800) 796-9110 Fax (407) 773-4214 Signature Millie Tricin (12 , PRF 5 Date) PS Form 3576, February 1995 Recipien	Month Day Year It: Be sure to record the above new address

V(10)