

P95000056253

Able Legal Document Service
3 Maples Street, N.W.
Fort Walton Beach, Florida 32548
(904) 244-2230
"YOUR NON-LAWYER ALTERNATIVE"

July 12, 1995

Secretary of State
Division of Corporations
P O Box 6327
Tallahassee, Florida 32314

6000015410376
-07/19/95--01022--003
****122.50 ****122.50

RE: Rivera Travel, Inc.

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for Rivera Travel, Inc. Please forward the certified copy of the Articles of Incorporation to the undersigned at the above address. A check in the amount of \$122.50 is enclosed for filing fees, registered agent designation, and certified copy.

Thank you for your cooperation and assistance in this matter.

Very truly yours,



Ron Eubanks
Enclosures

RMC
7/20/95

FILED
JUL 13 1995
TALLAHASSEE, FLA.

ARTICLES OF INCORPORATION
OF
RIVERA TRAVEL, INC.

FILED
95 JUL 20 PM 12:03
SE. TALLAHASSEE, FLORIDA
TALLAHASSEE, FLORIDA

ARTICLE ONE - NAME

The name of this corporation is Rivera Travel, Inc. (hereinafter referred to as the "Corporation").

ARTICLE TWO - DURATION

The Corporation shall exist perpetually, commencing upon the filing of the Articles of Incorporation with the Department of State.

ARTICLE THREE - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business not inconsistent with the laws of the State of Florida.

ARTICLE FOUR - CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE FIVE - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class, or series as that which he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE SIX - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 350G

Racetrack Rd., Fort Walton Beach, FL 32547, and the initial registered agent of the Corporation at that address is Ricardo F. Rivera.

ARTICLE SEVEN - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of the Corporation is 940 Rue Du Palm, Fort Walton Beach, FL 32547.

ARTICLE EIGHT - INITIAL BOARD OF DIRECTORS

The 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. The names and addresses of the initial directors of the Corporation are Stephanie H. Rivera, 122 Poquito Rd., Shalimar, FL 32579 and Ricardo F. Rivera, 122 Poquito Rd., Shalimar, FL 32579.

ARTICLE NINE - INCORPORATOR

The name and address of the person signing these articles is as follows:
Ricardo F. Rivera, 122 Poquito Rd., Shalimar, FL 32579.

ARTICLE TEN - BYLAWS

The power to adept, alter, amend, or repeal the by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE ELEVEN - SECTION 1244 STOCK

It is the intent of this charter that the Directors may sell the capital stock of the Corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code of 1986, as amended.

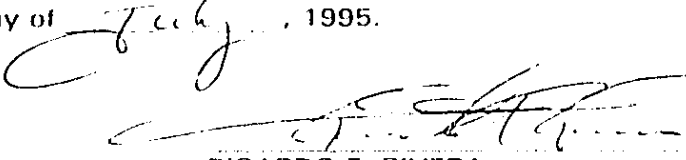
ARTICLE TWELVE INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE THIRTEEN AMENDMENT


This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 12 day of July, 1995.


RICARDO F. RIVERA

STATE OF FLORIDA)
)
COUNTY OF OKALOOSA)

The foregoing Articles of Incorporation were acknowledged before me this 12th day of July, 1995, by Ricardo F. Rivera, who is personally known to me or who has produced his Florida driver's license as identification. Such person acknowledged that he executed the Articles of Incorporation for the purpose therein described.


Paula K. Eubanks
Notary Public - State of Florida



PAULA K EUBANKS
My Commission CC399131
Expires Sep. 10, 1998

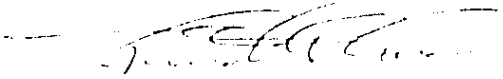
CERTIFICATE DESIGNATING REGISTERED OFFICE OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

Rivera Travel, Inc. (the "Corporation"), desiring to organize under the laws of the
State of Florida, with its registered office, as indicated in its Articles of
Incorporation, at 3506 Racetrack Rd., Fort Walton Beach, FL 32547 has named
Ricardo F. Rivera, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated
Corporation, at the place designated in this certificate, I hereby accept to act in
this capacity, and agree to comply with the provisions of said Act relative to
keeping open of said office.


RICARDO F. RIVERA