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JOSEPH W. THOMAS II  
ATTORNEY AT LAW

135 N. MAGNOLIA AVENUE  
ORLANDO, FLORIDA 32801  
TELEPHONE (407) 843-0901  
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April 28, 1995

Secretary of the State of Florida  
Corporate Division  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Articles of Incorporation for  
Travel the World, Inc.

Dear Sir/Madam:

Please file the enclosed Articles of Incorporation with the  
Secretary of State. Enclosed are filing fees in the amount of  
\$70.00.

Thank you for your assistance.

Very truly yours,

  
Joseph W. Thomas II

JWT/pt  
enclosures

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**JOSEPH W. THOMAS II**  
**ATTORNEY AT LAW**

135 N. MAGNOLIA AVENUE  
ORLANDO, FLORIDA 32801  
TELEPHONE (407) 843-0901  
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August 15, 1995

Ms. Sharon Tala  
Document Specialist Supervisor  
Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Articles of Incorporation for  
Let's Travel, Inc.

Dear Ms. Tala:

Pursuant to your conversation with my secretary, enclosed please find the original set of Articles of Incorporation, together with your letter of denial dated June 9, 1995. You advised my secretary that the articles which were mailed to Tallahassee in late June, 1995 were not received and advised that we sent this set directly to you.

Thank you for your assistance in this matter.

Very truly yours,

Joseph W. Thomas II

JWT/pt  
enclosures



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 5, 1995

JOSEPH W. THOMAS II  
135 N. MAGNOLIA AVE.  
ORLANDO, FL 32801

SUBJECT: TRAVEL THE WORLD, INC.  
Ref. Number: W95000009571

We have received your document for TRAVEL THE WORLD, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6927.

Kanut Khosla  
Corporate Specialist

Letter Number: 895A00022151



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

June 9, 1995

JOSEPH W. THOMAS II  
135 N. MAGNOLIA AVE.  
ORLANDO, FL 32801

SUBJECT: A - Z TRAVEL, INC.  
Ref. Number: W95000009571

We have received your document for A - Z TRAVEL, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6924.

Sharon Tala  
Document Specialist Supervisor

Letter Number: 495A00028500

ARTICLES OF INCORPORATION  
OF  
LET'S TRAVEL, INC.

55 AUG 28 1961  
RECEIVED  
STATE OF FLORIDA  
SECRETARY OF STATE

The undersigned, hereby associate ourselves together for the purpose of becoming a corporation for profit under the laws of the State of Florida, and do hereby certify that we have become such corporation under and pursuant to the following Articles of Incorporation:

ARTICLE I

The name of the corporation is LET'S TRAVEL, INC.

ARTICLE II

The general nature of the business to be transacted by said corporation shall be and is as follows:

To provide travel agent services to the general public and other income producing activities.

To purchase, lease, hire or otherwise acquire, to hold, own, maintain, improve, alter and sell, convey, mortgage or otherwise dispose of real estate and personal property, and any interest therein, in or out of this state and in any state in the United States or any foreign country.

To purchase, acquire, hold and dispose of the stock, bonds and other evidences of indebtedness of any corporation, domestic or foreign, and issue in exchange therefor its stock, bonds, or other obligations.

To buy, sell, or otherwise acquire, hold, own, use, manage, improve, maintain, develop, sell, rent, mortgage, transfer or exchange real estate to trade in and deal with real property, improved or unimproved, in the State of Florida and elsewhere.

To rent, maintain and construct in whole or in part, houses and buildings; alter, repair and improve houses and buildings.

To purchase, acquire, hold, transfer and dispose of stocks, bonds, and mortgages, notes or other evidence of indebtedness of any person or corporation, and to issue, execute and deliver in exchange therefor its stock, bonds or mortgages, notes and other obligations, and to do all such other things conducive to the objects herein set forth.

To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes or for the attainment of

any of the objects or for the exercise of any of the powers herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals or corporations, either in this State or throughout the United States, and elsewhere, and to do any other act or acts, thing or things, incidental or pertinent to or connected with the business hereinbefore described, or any part or parts thereof, if not inconsistent with the laws under which this corporation is organized.

#### ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one hundred (100) shares of \$1.00 par value.

#### ARTICLE IV

The amount of capital with which this corporation shall and does hereby begin business shall be, and is, the sum of One Hundred and no/100 (\$100.00) Dollars.

#### ARTICLE V

The corporation shall have perpetual existence unless sooner dissolved according to law.

#### ARTICLE VI

The principal office of this corporation shall be and is located at 160 Heron Bay Circle, Lake Mary, Florida 32746, with the privilege of having branch offices at other places.

#### ARTICLE VII

The number of directors of this corporation shall be two (2).

#### ARTICLE VIII

The name and post office address of the first Board of Directors who are subject to the provisions of this Certificate of Incorporation, the By-laws of this Corporation and the Laws of the State of Florida, shall hold office for the first year elected and have qualified, is as follows:

GAIL ROGERS  
President/Secretary

160 Heron Bay Circle  
Lake Mary, Florida 32746

GLENN ROGERS  
Vice President/  
Treasurer

8155 South U. S. 17-92  
Fern Park, Florida 32730

ARTICLE IX

The name and post office address of each subscriber of this Certificate of Incorporation, and a statement of the number of shares of stock which he or she agrees to take is as follows:

		<u>Shares</u>
GAIL ROGERS	160 Heron Bay Circle Lake Mary, Florida 32746	50
GLENN ROGERS	8155 South U. S. 17-92 Fern Park, Florida 32730	50

ARTICLE X

The officers of this corporation shall be a president, a vice-president, secretary and treasurer, and such other officers and agents as may be deemed necessary. All officers, agents and factors as may be deemed necessary shall be chosen in such manner, hold their offices for such terms and have such powers and duties as may be prescribed by the by-laws or determined by the Board of Directors.

This corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribing incorporator, have hereunto set our hands and seals this 18 day of August, 1995, for the purpose of forming this corporation under the laws of the State of Florida, and we hereby make and file in the office of the Secretary of State of the State of Florida this Certificate of Incorporation, and certify that the facts herein stated are true.

 (SEAL)  
GAIL ROGERS

STATE OF FLORIDA  
COUNTY OF SEMINOLE

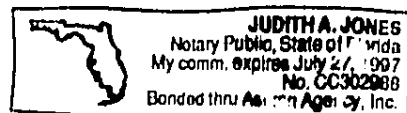
Before me this day personally appeared GAIL ROGERS, who furnished FL DL as identification, or to me well known to be the individual described in and who executed the foregoing Certificate of Incorporation, and acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 18th day of August, 1995.

Judith A. Jones  
NOTARY PUBLIC

JUDITH A. JONES  
(Notary Name Typed or Printed)

My Commission Expires:



Glenn Rogers (SEAL)  
GLENN ROGERS

STATE OF FLORIDA  
COUNTY OF SEMINOLE

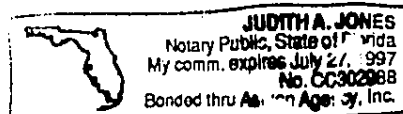
Before me this day personally appeared GLENN ROGERS, who furnished FL DL as identification, or to me well known to be the individual described in and who executed the foregoing Certificate of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 18th day of August, 1995.

Judith A. Jones  
NOTARY PUBLIC

JUDITH A. JONES  
(Notary Name Typed or Printed)

My Commission Expires:





DESIGNATION OF REGISTERED AGENT

STATE OF FLORIDA  
OFFICE OF SECRETARY OF STATE

The undersigned, having been designated as Agent for the service of process within the State of Florida, upon LET'S TRAVEL, INC., a corporation, organized under the laws of the State of Florida, does hereby accept the appointment of such Agent for the above-named corporation. The location of the office of said Agent is 8155 South U. S. 17-92, Fern Park, Florida 32730.

IN WITNESS WHEREOF, the name and seal of the said Registered Agent is hereunto affixed at Fern Park, Seminole County, Florida, this 18 day of August, 1995.

\_\_\_\_\_  
GLENN ROGERS  
Registered Agent for Let's Travel,  
Inc.