

P96000005418
(SAMPLE LETTER OF TRANSMITTAL)

Date January 9, 1996

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

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****122.50 ****122.50

FILED
96 JAN 18 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

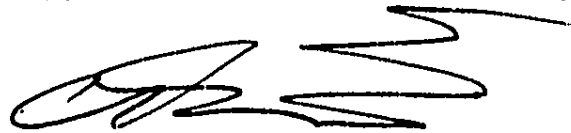
Re: SPIRIT ADVENTURES, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,



Christa Trachslar
(individual's name)

SPIRIT ADVENTURES Inc.
(name of corporation)

MAILING ADDRESS OF CORPORATION

6813 Collins Av.

Miami Beach

FL 33141

PHONE

(305) 865-8418
Area Code Number Ext.

D. BROWN JAN 18 1996

789,135,527,671
W/96—335



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 5, 1996

CHRISTA TRACHSLER
6813 COLLINS AVENUE
MIAMI BEACH, FL 33141

SUBJECT: SPIRIT ADVENTURES INC.
Ref. Number: W96000000335

We have received your document for SPIRIT ADVENTURES INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document is illegible and not acceptable for microfilming.

Section 607.0120(4), 617.01201, or 608.4081, Florida Statutes, requires all corporate documents to be typewritten or printed.

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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 796A00000569

ARTICLES OF INCORPORATION

of

SPIRIT ADVENTURES Inc.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

SPIRIT ADVENTURES Inc.

ARTICLE II - DURATION

The corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue five hundred shares (500) of one Dollars (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

| | | | |
|---------|--------------------------|------------|-------------------|
| NAME | <u>Spirit Adventures</u> | | |
| ADDRESS | <u>6813 Collins Av.</u> | | |
| CITY | <u>Miami Beach</u> | FLORIDA FL | ZIP <u>33 141</u> |

The name and street address of the Initial Registered Agent of this Corporation is:

| | | | |
|---------|--------------------------|------------|------------------|
| NAME | <u>Christa Trachsler</u> | | |
| ADDRESS | <u>6813 Collins Av.</u> | | |
| CITY | <u>Miami Beach</u> | FLORIDA FL | ZIP <u>33141</u> |

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) 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 (1). The names and addresses of the initial director(s) of the corporation are as follows:

| | | | |
|---------|--------------------------|-----------------|------------------|
| NAME | <u>Christa Trachsler</u> | | |
| ADDRESS | <u>6813 Collins Av.</u> | | |
| CITY | <u>Miami Beach</u> | STATE <u>FL</u> | ZIP <u>33141</u> |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |

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ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

| | | | |
|---------|-------------------|-------|---------------|
| NAME | Christa Trachulor | | |
| ADDRESS | 6813 Collins Av. | | |
| CITY | Miami Beach | STATE | FL ZIP 33 141 |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 9th day of January 1996.

(Seal)

(Seal)

(Seal)

STATE OF FLORIDA

COUNTY OF Dade SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Stella Crismanich

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 9 day of JANUARY 1996.

(Notary Seal)

(Notary Public, State of Florida at Large)
My Commission expires:

STELLA M CRISMANICH
NOTARY PUBLIC
STATE OF FLORIDA
My Comm Exp 5/3/96
COMMI NBR CC205521

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

SPIRIT ADVENTURES

(name of corporation)

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TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 48.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 6813 Collins Av.

Miami Beach, FL 33141

has named Christa Trachsler

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

