

P96000014134

WATSON, SOILEAU, DELKO & BURGETT  
A PROFESSIONAL ASSOCIATION  
1970 MICHIGAN AVENUE, BUILDING C  
POST OFFICE BOX 1888  
CORCORAN, FLORIDA 32005-1888

VICTOR M. WATSON  
JOHN L. SOILEAU  
JOSEPH N. DELKO  
STACY L. BURGETT  
DAVID N. GLASSMAN  
BOARD CERTIFIED IN REAL PROPERTY LAW

VIA FEDERAL EXPRESS

RECEIVED  
FEB 12 11 59 AM '96  
TELEPHONE  
(407) 831-1888  
FACSIMILE  
(407) 831-1887

February 9, 1996

Florida Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: **PRINCESS ENTERTAINMENT CRUISES, INC.**  
Our File No. 95-6943

Gentlemen:

700001712697  
-02/12/96--01083--012  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Enclosed herewith please find the original executed and one copy of the Articles of Incorporation for the above-referenced corporation. Upon filing, please return the copy stamped with the filing information.

Also enclosed is the firm's check in the amount of \$70.00 to cover the requisite fees. Thank you.

Very truly yours,

  
Victor M. Watson

VMW:nc  
Enc.

cc: Mr. Dana Goodell

2/13/96  
ID

**ARTICLES OF INCORPORATION  
OF  
PRINCESS ENTERTAINMENT CRUISES, INC.**

**Article I - Name**

The name of this corporation is PRINCESS ENTERTAINMENT CRUISES, INC. and its principal office is located at 1970 Michigan Avenue, Building C, Cocoa, FL 32923-1888.

**Article II - Duration**

This corporation shall exist perpetually. The date of commencement of corporate existence shall be the date these articles are filed with the Secretary of State.

**Article III - Purpose**

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

**Article IV - Capital Stock**

This corporation is authorized to issue 5,000 shares of \$1.00 par value common stock.

**Article V - Preemptive Rights**

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which such stockholder already holds, shall have the right to purchase a 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.

611 570  
56 FEB 12 PM 9:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article VI - Principal Office and Initial Registered Agent**

The street address of the principal office of this corporation is 1970 Michigan Avenue, Building C, Cocoa, FL 32923-1888.

The name of the initial registered agent of this corporation is VICTOR M. WATSON, whose address is 1970 Michigan Avenue, Building C, Cocoa, FL 32923-1888.

**Article VII Initial Board of Directors**

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time pursuant to the bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are: VICTOR M. WATSON, P. O. Box 1888, Cocoa, FL 32923-1888.

**Article VIII - Incorporator**

The name and address of the person signing these articles is Victor M. Watson, 1970 Michigan Avenue, Building C, Cocoa, FL 32923-1888.

**Article IX - Bylaws**

The power to adopt, alter, amend or repeal bylaws shall be vested in the stockholders.

**Article X - Compensation of Directors**

The stockholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

**Article XI - Indemnification**

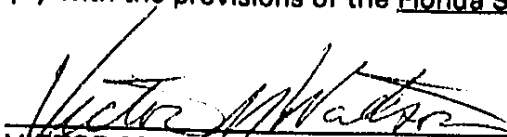
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**Article XII - Amendment**

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

**Article XIII - Acceptance of Registered Agent**

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

  
VICTOR M. WATSON, Registered Agent

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9th day of February, 1996.

  
VICTOR M. WATSON  
Subscriber/Incorporator

**ACKNOWLEDGMENT**

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing Articles of Incorporation was acknowledged before me this 9  
day of February, 1996, by Victor M. Watson, who is personally known to me or who  
has produced \_\_\_\_\_ as identification and who did not  
take an oath.

*Nancy E. Clark*

Notary Public - State of Florida

Name: \_\_\_\_\_

My Commission Expires: \_\_\_\_\_

(SEAL)



NANCY E CLARK  
My Commission CC341438  
Expires Jan. 11, 1998  
Bonded by ANG  
800-862-8878