

John Schwartz

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ARTICLE OF INCORPORATION AND CERTIFICATE

Attorney at Law

February 12, 1996

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

600001718816  
-02/20/96--01045--008  
\*\*\*\*122.50 \*\*\*\*122.50

Re: TOP OF THE WORLD, INC.

Gentleman:

Enclosed please find the original and copy of the Articles of Incorporation of TOP OF THE WORLD, INC., together with my check in the amount \$122.50 covering the following fees:

Filing fee	\$35.00
Certified Copy	52.50
Registered Agent	
Designation	35.00

Thank you for your attention to this matter.

Very truly yours,

  
John Schwartz

FILED  
96 FEB 19 PM 12:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SWJ  
2/21/96

ARTICLES OF INCORPORATION  
OF  
TOP OF THE WORLD, INC.

FILED

06 FEB 19 PM 12:20

The undersigned incorporator makes and files with the Department of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation is : TOP OF THE WORLD, INC.

ARTICLE II

Principal Office/Mailing Address

The principal office and mailing address of the corporation shall be 1011 E. VINE ST., Kissimmee, Florida 34744 until such time as the corporation notifies the Department of State of the State of Florida of any change.

ARTICLE III

Term of Existence

This corporation shall commence as of the date of the filing of these Articles with the Secretary of State and shall have perpetual existence.

ARTICLE IV

Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE V

Capital Structure

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock, having a par value of \$.01 per share.

ARTICLE VI

Initial Registered Agent and Registered Office

The initial registered agent of this corporation shall be John Schwartz. The street address

of the initial registered office of this corporation is , 3501 W. Vine St., Suite 382, Kissimmee, Florida 34741.

**ARTICLE VII**  
**Board of Directors**

There shall be a Board of Directors for this corporation which shall consist of not less than one (1). Except for the number constituting the initial Board of Directors, the number of directors shall be decided by resolution of the shareholders. The name and address of the Directors are as follows:

Rosemary Jays 1011 E. Vine Street Kissimmee, Florida 34744	Director/Treas./Sec.
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Rick Stewart 1011 E. Vine Street Kissimmee, Florida 34744	Director/Pres.
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Robert M. Konikow 1011 E. Vine Street Kissimmee, Florida 34744	Director/VP
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Les Mower 1011 E. Vine Street Kissimmee, Florida 34744	Director/CEO
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**ARTICLE VIII**  
**Incorporator**

The name and street address of the incorporators are:

Name	Address
Rosemary Jays	1011 E. Vine Street Kissimmee, Florida 34744

**ARTICLE IX**  
**By laws**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors or the shareholders.

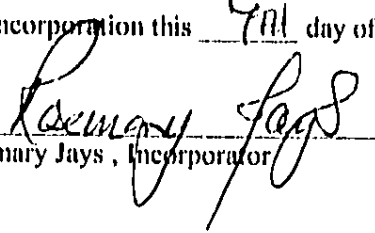
**ARTICLE X**  
**Indemnification**

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

**ARTICLE XI**  
**Amendment of Articles of Incorporation**

These Articles of Incorporation may be amended at any time by a resolution adopted by a majority vote of the Board of Directors at any annual or special meeting, provided at least ten (10) days' written notice is given to each director of the time and place of the meeting and the purpose thereof. Any amendment to these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the corporation.

The incorporator executed these Articles of Incorporation this 7th day of February, 1996.

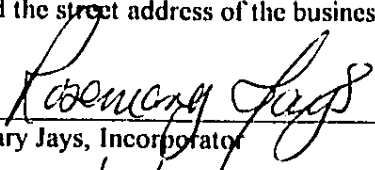
  
\_\_\_\_\_  
Rosemary Jays, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Chapter 607.0501, Florida Statutes, the following is submitted:

That TOP OF THE WORLD, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Kissimmee, State of Florida, has named John Schwartz, 3501 W. Vine St., Ste 382, City of Kissimmee, State of Florida as its agent to accept service of process within Florida.

The street address of the registered office and the street address of the business of the registered agent are identical.

  
\_\_\_\_\_  
Rosemary Jays, Incorporator

Dated: 2/7/96

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to

comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
John Schwartz, Registered Agent

Dated: 2/15/76

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA