

P9600034199

TRANSMITTAL LETTER

FILED
MAR 16 1996
ORLANDO, FLORIDA

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

SUBJECT: FRANCE CROISIERES U.S.A., INC.

ENCLOSURE
04/16/96--0111--001
***122.50 ***122.50

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 122.50.

FROM : Lucien LALOUM
4712 Walden Circle # 1721
ORLANDO, FL 32811
TEL: (407) 345-8045

**ARTICLES OF INCORPORATION
OF
FRANCE CROISIERES U.S.A. INC.**

ARTICLE I - NAME

The name of this corporation shall be FRANCE CROISIERES U.S.A. INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be :

P.O. BOX 618223
ORLANDO, FL 32861-8223

ARTICLE III - DURATION

The duration of this corporation shall be ninety-nine (99) years, commencing with the date and time of the filing of the Articles of Incorporation by the Florida Department of State.

ARTICLE IV - PURPOSE

The purpose for which this corporation is organized include the transaction of any and all lawfull business for which a corporation may be incorporated under the state of Florida.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue sixty (60) shares of stock of no par value.

ARTICLE VI - VOTING RIGHTS

otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VII - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

YAN CANONICA
4712 Walden Circle # 1721
ORLANDO, FL 32811

ARTICLE VIII - 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 by the By-Laws, but shall never be less than one (1).
The name and address of the initial director is:

Lucien LALOUM
4712 Walden Circle # 1721
ORLANDO, FL 32811

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles is:

Lucien LALOUM
4721 Walden Circle # 1721
ORLANDO, FL 32811

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the board of directors.

ARTICLE XI - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, or any successors thereto.

The undersigned has executed these Articles of Incorporation this 8th day of April, 1996.

SIGNATURE/TITLE

// DIRECTOR

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is **FRANCE CROISIERES U.S.A. INC.**
2. The name and address of the registered agent and office is:
YAN CANONICA
4712 Walden Circle # 1721
ORLANDO, FL 32811

CORPORATE OFFICER

Director

TITLE

April 15 1996

DATE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



SIGNATURE

April 15 1996

DATE