

PERSONAL INDRY

ABOD ENTERPRISE RD. SUITE 8 CLEARWATER, FLORIDA 34023 (BI3) 700-2008 FAX (BI3) 707-0024

May 20, 1996

Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399 400001835674 -05/22/96--01124--012 ****122.50 ****122.50

RE: TRAVEL ANGELS, INC.
TRAVEL ANGELS NO. 1, INC.

To Whom It May Concern:

Enclosed herewith are Articles of Incorporation for the above two corporations. Please forward the corporate papers at your earliest convenience.

Thank you very much.

Very truly yours

WAYNE T. PHILLIPS !/

WTP/mrp

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ARTICLES OF INCORPORATION

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TRAVEL ANGELS NO. 1, INC.

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be TRAVEL AMGELS NO. 1, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 2505 Enterprise Road, Suite #7, Clearwater, FL 34623.

ARTICLE III: CAPITAL STOCK

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

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is WAYNE T. PHILLIPS, ESQ., 2505 Enterprise Road, Suite #7, Clearwater, Florida, 34623.

ARTICLE V: INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Wayne T. Phillips, Esq., 2505 Enterprise Road, Suite #7, Clearwater, Florida, 34623.

ARTICLE VI: OFFICERS/DIRECTORS

The name and address of each officer and director of the corporation is:

> Marion R. Phillips, Pres./Sec/Tres. - Director 2505 Enterprise Road, Suite #7 Clearwater, FL 34623

> > Robert N. Barber - Director 601 Patricia Avenue Dunedin, FL 34698

Catherine H. Barber - Director 601 Patricia Avenue Dunedin, FL 34698

The undersigned has executed these Articles of Incorporation this 13th day of May, 1996.

> WAYNE T. PHILLIPS, ESQ. Incorporator/Attorney 2505 Enterprise Road #7 Clearwater, FL 34623 (813) 799-2505 SPN #2787

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

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Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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.

- The name of the corporation, TRAVEL ANGELS NO. 1, INC.
- 2. The name and address of the registered agent and office is Wayne T. Phillips, 2505 Enterprise Road, Suite 7, Clearwater, Florida, 34623.

HAVING BEEN NAME 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.

WAYNE T. PHILLIPS, ESQ. 2505 Enterprise Road #7

Clearwater, FL 34623

(813) 799-2505

SPN #2787

Dated: May 13, 1996