

1201 DAYS STREET
TALLAHASSEE, FL 32301-2601
800-342-8086
P96000060205



PROMPT TIME
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 023889 6471A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : July 18, 1996

ORDER TIME : 9:54 AM

ORDER NO. : 023889

CUSTOMER NO: 6471A

CUSTOMER: Ms. Denise Acosta
MATEER HARBERT & BATES, P A

P O Box 2854

Orlando, FL 32802-2854

500001898145
-07/18/96--01063--027
****122.50 ****122.50

DOMESTIC FILING

NAME: ELITE TOURS & TRAVEL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 18 PM 2:08

55 JUL 18 AM 11:11
7/18/96

ARTICLES OF INCORPORATION
OF
ELITE TOURS & TRAVEL, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 18 PM 2:08

ARTICLE I

The name of this Corporation is ELITE TOURS & TRAVEL, INC.

ARTICLE II

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Chapter 607, Florida Statutes, and by common law.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 10,000 shares of common stock. Each of such shares shall have a par value of \$.10 per share.

ARTICLE IV

The street address of the place of business of the Corporation is 2739 Taylor Street, Orlando, Florida 32806. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 2739 Taylor Street, Orlando, Florida 32806, and the name of the Corporation's initial registered agent to receive service of process is Kurt E. Thalwitzer, Esquire, Mateer & Harbert, P.A.

ARTICLE V

The number of Directors constituting the initial Board of Directors is two. The number of Directors may be changed by Resolution of the Directors as provided in the Bylaws. The names and addresses of the Directors are:

<u>Name</u>	<u>Address</u>
Thomas Hastings	POST OFFICE BOX 152064 TAMPA, FLORIDA 33684
Peggy Harris	12944 Reaves Rd. Winter Garden, FL 34787

ARTICLE VI

The name and address of the subscriber is Kurt E. Thalwitzer, Esquire.

ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VIII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of

certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

DATED: July 17, 1996.

Kurt E. Thalwitzer
Kurt E. Thalwitzer

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on July 17, 1996, by Kurt E. Thalwitzer, attorney, Elite Tours & Travel, Inc., on behalf of the corporation. He is personally known to me.

Denise L. Acosta
Denise L. Acosta - Notary Public
State of Florida



DENISE L. ACOSTA
COMMISSION # CC 540818
EXPIRES MAY 27, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

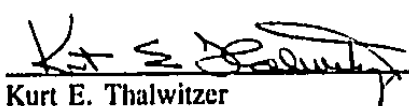
96 JUL 18 PM 2:08

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That ELITE TOURS & TRAVELS, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at Orlando, Orange County, State of Florida, has named Kurt E. Thalwitzer as its agent to accept service of process within the State.

ACKNOWLEDGMENT

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 agree to comply with the provisions of said Act relative to keeping open said office.


Kurt E. Thalwitzer
(Registered Agent)