

P960000 0348

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

RE: Sequent Travel, Inc. 52819

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

*Wtb
 add
 Randy*

F. ONESSE: JUL 18 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	7/18		
TIME			CK No.
BY	DD		

WALK-IN Will Pick Up _____

- Capital Express™
- Art. of Inc. File
- Corp. Record Search
- Ltd. Partnership File
- Foreign Corp. File
- () Cert. Copy(s)
- Art. of Amend. File
- Dissolution/Withdrawal
- C U S -
- Fictitious Name File
- Name Reservation
- Annual Report/Reinstatement
- Reg. Agent Service
- Document Filing
- Corporate Kit
- Vehicle Search
- Driving Record
- Document Retrieval
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- File No.'s, _____ Copies
- Courier Service
- Shipping/Handling
- Phone () _____
- Top Priority _____
- Express Mail Prep. _____
- FAX () _____ pgs.

C.C. FEE. FILED DISBURSED

700001892507
 -07/18/96--01016--004
 *****0.00 *****0.00

96 JUL 18
 Division of

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 16% per Annum.

THANK YOU from Your Capital Connection

JUL-12-98 FRI 09:48

TAX 001 067 7010

ANDREW N COVE PA

003
P. 02/04



UNIQUE TRAVEL SERVICES

July 12, 1998

To Whom It May Concern:

We hereby release the corporation name reservation for SEAQUEST TRAVEL, INC. and TRAVEL CONSORTIUM INTERNATIONAL, INC., to Andrew N. Cove, Esquire, or his assignees.

The name SEAQUEST TRAVEL, INC. and TRAVEL CONSORTIUM INTERNATIONAL, INC., have been reserved for 120 days beginning June 18, 1998. The reservation numbers are R98000003019 and R960000020.

Attached is a copy of the reserved name from the Florida State Division of Corporations.

Sincerely yours,

Richard F. Johnson
General Manager

Scot R. Peterson
President



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 19, 1998

CSC NETWORKS

The name SEQUEST TRAVEL, INC. has been reserved for 120 days beginning June 19, 1998. The reservation number is R8600003019 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 498-9000, the Name Availability Section

Judy Euro

Letter number: 396A00030335



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 18, 1996

CAP CONN

TALL, FL 32301

SUBJECT: SEAQUEST TRAVEL, INC.
Ref. Number: W96000015005

FILED
95 JUL 19 PM 3:12
TALLAHASSEE, FLORIDA

We have received your document for SEAQUEST TRAVEL, INC. and your check(s) totalling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

R A ADDRESS IS DIFFERENT ART IV. THAN LAST PAGE..

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 496A00034804

RECORDED
95 JUL 18 PM 2:15
CORPORATIONS DIVISION

Corrected

ARTICLES OF INCORPORATION

OF

Seaquest Travel, Inc.

FILED
96 JUL 18 PM 3:12
TALLAHASSEE, FLORIDA

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 is **Seaquest Travel, Inc.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is c/o Andrew N. Cove, P.A., 3801 Hollywood Blvd, Suite 100, Hollywood, FL 33021.

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 (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Andrew N. Cove, Esq., 3801 Hollywood Blvd, Suite 100, Hollywood, FL 33021.

ARTICLE V: INCORPORATOR

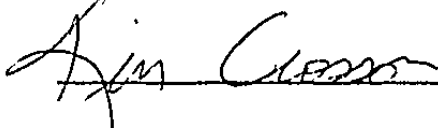
The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: SPECIAL PROVISION

It is the intent of the incorporator and director that the corporation qualify under Section 1244 of the Internal Revenue Code and that the corporation file as a Sub S Corporation. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

The undersigned has executed these Articles of Incorporation this 26th day of June 1996.

"Capital Connection, Inc. by Kim Crosson, Office Manager"



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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.

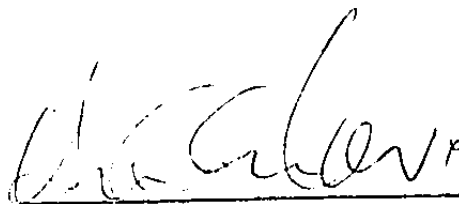
1. The name of the corporation is: _____

2. The name and street address of the registered agent and office is: Andrew N. Cove, P.A.,

3801 Hollywood Boulevard, Suite 100,

Hollywood, Florida

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.



FILED
96 JUL 18 PM 3:12
TALLAHASSEE, FLORIDA