

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION

OF

DISCOVER AMERICA TOURS INC.

THE UNDERSIGNED INCORPORATOR(S), FOR PURPOSE OF FORMING A CORPORATION UNDER THE THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I - NAME

THE NAME OF THIS CORPORATION IS:

DISCOVER AMERICA TOURS INC.

ARTICLE II - PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

901 S. SURF ROAD #304
HOLLYWOOD, FL. 33019

ARTICLE III - CAPITAL STOCK

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

ONE THOUSAND COMMON SHARES AT ONE DOLLAR PAR.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

HANS HAIDACHER
901 S. SURF ROAD #304
HOLLYWOOD, FL. 33019

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66 JUL 22 PM 3:59
TALLAHASSEE, FLORIDA

ARTICLE V- INCORPORATOR(S)

**THE NAME(S) AND STREET ADDRESS(ES) OF THE INCORPORATOR(S) TO THESE
ARTICLES OF INCORPORATION IS (ARE):**

- 1) HANS HAIDACHER
901 S. SURF ROAD #304
HOLLYWOOD, FL. 33019

**THE UNDERSIGNED INCORPORATOR(S) HAS (HAVE) EXECUTED THESE ARTICLES OF
INCORPORATION THIS 17TH DAY OF JULY, 1996.**



SIGNATURE

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTIONS 807.0501 OR 817.0501,
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:

DISCOVER AMERICA TOURS INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

HANS HAIDACHER

(NAME)

901 S. SURF ROAD #304

(P.O. BOX NOT ACCEPTABLE)

HOLLYWOOD, FL. 33019

(CITY/STATE/ZIP CODE)

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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 _____

DATE

7.17.96

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5/13/97

FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: DISCOVER AMERICA TOURS INC.
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
DISCOVER AMERICA TOURS INC.

The undersigned, being all of the Shareholders and Directors of DISCOVER AMERICA TOURS INC. hereby adopt by unanimous vote the following amendment to the Articles of Incorporation:

I. The original name of the corporation is DISCOVER AMERICA TOURS INC.

II. (A) The following article of the Articles of Incorporation shall be deemed amended by its deletion and in its place and stead the like numbered article set forth in the next paragraph be substituted:

ARTICLE I

NAME

The name of this corporation is:

DISCOVER AMERICA TOURS INC.

(B) The following article is hereby adopted in the place and stead of the like numbered article set forth in the next previous paragraph:

ARTICLE I

NAME

The name of this corporation is:

AMERICAN RECEPTIVE TOURS, INC.

III. The foregoing amendment was authorized by the shareholders and directors of the corporation through unanimous vote.

FBN. 516759
Mauro C. Santos, Esq.
25 S.E. 2nd Ave. #1225
Miami, FL 33131 (305) 371-5252

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P. 02/03

EMPIRE CORPORATE KIT

MAY-14-1997 09:19

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SECRETARY OF STATE
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IN WITNESS WHEREOF the Articles of Amendment are hereby
executed by all of the Shareholders and Directors of DISCOVER
AMERICA TOURS INC. now renamed AMERICAN RECEPTIVE TOURS, INC., this
01 day of MAY, 1997.



HANS MAIDACHER
Shareholder, Director, Pres.



STEFAN HUENE
Shareholder, Director,
Vice-Pres.

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