

PA0000062914

1201 HAYS STREET
TALLAHASSEE, FL 32309-0000
904-222-0100 FAX
800-344-8080



PRESTIGE MAIL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 032845 11177A
AUTHORIZATION *Patricia P. Pizick*
COST LIMIT : \$ 70.00

FILED
CLERK OF STATE
CORPORATIONS
95 JUL 26 PM 9:41

ORDER DATE : July 25, 1996
ORDER TIME : 1:33 PM
ORDER NO. : 032845
CUSTOMER NO: 11177A

CUSTOMER: Adam Corin, Esq
BERTRAM CORIN, ESQ
9901 Northwest 60th Place
Parkland, FL 33076

4000001806474
-07/29/96--01003--009
*****70.00 *****70.00

DOMESTIC FILING

NAME: PAACE TRAVEL ASSOCIATES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

CF
7/29/96

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 26 AM 9:41

ARTICLES OF INCORPORATION
OF
PAACE TRAVEL ASSOCIATES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PAACE TRAVEL ASSOCIATES, INC.

The address of the principal office of this corporation shall be 6433 Northwest 105th Terrace, Parkland, Florida 33076 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having NO par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

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IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on July 26, 1996.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper

CLD/meb

PAACE Travel Associates, Inc.

Paul J. Corin
President

Adam M. Corin
Vice President

P96000062916

January 6, 1997

Division of Corporations
Florida Department of State
Sandra B. Mortham, Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

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-01/09/97--01054--015
*****35.00 *****35.00

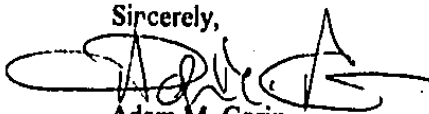
Re: PAACE Travel Associates, Inc. - Document No. P96000062916

Dear Division of Corporations:

Please be advised that the corporate address has changed to 20449 State Road 7, Suite AA-10, Boca Raton, FL 33498. Kindly have all correspondence directed to this new address.

Thank you for your attention to this matter.

Sincerely,



Adam M. Corin
Vice-President

AMC/me

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN -9 PM 2:45

PA Charge
TLL JAN 9 5 1997



Mission Bay Plaza • 20449 State Road 7, Suite AA-10, Boca Raton, Florida 33498
Tel: 561/482-0030 • Fax: 561/487-0030 • Toll Free: 888/888-3103

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: TRACE TRAVEL ASSOCIATES, INC.

1b. The mailing address of the corporation is: 20449 STATE ROAD 7 SUITE AA-10
BOCA RATON, FL 33498

1c. Date of Incorporation: JULY 26, 1996 Document number: P96000062916

2. The name and address of the current registered agent and office:

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE, FLA. 32301

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

ADAM M. CORIN
7650 LAGO DEL MAR DR. #201
BOCA RATON, FL 33433

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

[Signature]
(Signature of an officer, chairman or vice chairman of the board)

1-6-97

(Date)

ADAM M. CORIN
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

[Signature]
(Signature of Registered Agent)

1-6-97

(Date)

If signing on behalf of an entity:

ADAM M. CORIN
(Typed or Printed Name)

VICE-PRESIDENT
(Capacity)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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