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FILED
SEP 9 1996
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September 6, 1996

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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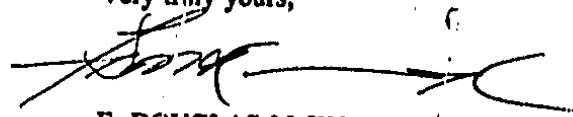
Re: Articles of Incorporation
TIME TRAVEL INTERNATIONAL OF ORLANDO, INC.

Dear Sir/Madam:

Enclosed are the original and one copy of the Articles of Incorporation for TIME TRAVEL INTERNATIONAL OF ORLANDO, INC. Also enclosed is our firm check in the amount of \$122.50 for the filing fee and one certified copy.

With best regards.

Very truly yours,



F. DOUGLAS MCKNIGHT

FDM:ll
Enclosures

F. CHASSER SEP 9 1996

ARTICLES OF INCORPORATION

OF

TIME TRAVEL INTERNATIONAL OF ORLANDO, INC.

I, the undersigned Incorporator, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopt Articles of Incorporation as follows:

ARTICLE I - NAME

The name of this corporation is TIME TRAVEL INTERNATIONAL OF ORLANDO, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHT

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - ADDRESS

The initial principal office of this corporation is in the State of Florida at 6718 Fairway Cove Drive, Orlando, Florida 32835. The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE VII - REGISTERED AGENT

The initial Registered Agent is F. Douglas McKnight, Esquire, 120 E. Robinson Street, Orlando, Florida 32801.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time, by the By-Laws. However, there shall never be less than one (1) director or more than five (5). The name and address of the initial Board of Directors of the corporation are:

PETER D. BELL
6718 Fairway Cove Drive
Orlando, Florida 32835

and the initial officers of the corporation are to be:

PETER D. BELL, President
6718 Fairway Cove Drive
Orlando, Florida 32835

MARY H. BIDDLE, Vice President
6718 Fairway Cove Drive
Orlando, Florida 32835

The name and post office address of the subscriber of these Articles of Incorporation and the number of shares of stock that it agrees to take are:

	<u>Number of Shares</u>	<u>Par Value</u>
Peter D. Bell 6718 Fairway Cove Drive Orlando, Florida 32835	500	\$1.00

ARTICLE IX - AGREEMENTS

No shareholder of this corporation shall enter into a voting agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his or its shares.

ARTICLE X - TRANSACTIONS

No contract or other transaction between this corporation and any other shall be affected by the fact that any Director of this corporation is interested in, or is a Director or officer of, such other corporation, and any Directors, individually or jointly, may be a party to, or may be interested in, any contract or transaction of this corporation or in which this corporation is interested; and every person who may become a Director of this corporation or in which this corporation is interested; and every person who may become a Director of this corporation is hereby relieved from any liability that might otherwise exist from contracting with this corporation for the benefit of himself or any other firm association or corporation in which he may be in anyway interested.

ARTICLE XI - REMOVAL OF DIRECTOR

Any Director of this corporation may be removed at any annual or special meeting of the stockholders by the same vote as that required to elect a Director.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned has hereunto set their hands and seals this
2nd day of August, 1996.

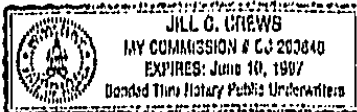
Peter D. Bell
PETER D. BELL, President

Mary H. Briddle
MARY H. BRIDDLE, Vice President

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that before me, the undersigned Notary Public, in and for the State of Florida, personally appeared PETER D. BELL, who is personally known to me or who has produced FDLB 34058851 8400 as identification, and he acknowledged before me that he executed such instrument as incorporator, and that the instrument is the free act and deed of the corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Orlando, Orange County, Florida this 2nd day of August, 1996.



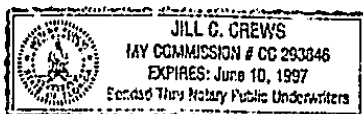
Jill C Crews
NOTARY PUBLIC

Typed or Printed Name
My Commission Expires:

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that before me, the undersigned Notary Public, in and for the State of Florida, personally appeared MARY H. BRIDDLE, who is personally known to me or who has produced FDLB 4006645825 as identification, and he acknowledged before me that he executed such instrument as incorporator, and that the instrument is the free act and deed of the corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Orlando, Orange County, Florida this 2nd day of August, 1996.



Jill C Crews
NOTARY PUBLIC

Typed or Printed Name
My Commission Expires: