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TELEPHONE
STYLES VACATIONS TRAVEL
ADDRESS 1000 100

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

F. CHESSEY OCT 1 1996

Examiner's Initials	
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**ARTICLES OF INCORPORATION**

**OF**

**Fleet Holdings, Inc.**

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TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

**ARTICLE I - NAME**

The name of this corporation is Fleet Holdings, Inc.

**ARTICLE II - DURATION**

This corporation shall exist in perpetuity commencing on the date of issuance of the approval of the corporation by the Secretary of State.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose to engage in any activities or business permitted under the laws of the United States and Florida.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue one thousand (1,000) shares of ten cents (\$0.10) par value common stock which shall be designated "Common Shares."

**ARTICLE V - PREEMPTIVE RIGHTS**

Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that he already holds, shall have the right to purchase his pro rata share thereof (as nearly may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 7765 Hunter's Grove Road, Jacksonville, Florida 32256 and the name of the initial registered agent of this corporation is George Van Fleet, 7765 Hunter's Grove Road, Jacksonville, Florida 32256, who by his signature at the end hereof, accepts such designation.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the By-Laws of this corporation, in the manner provided by law, but shall never be fewer than one (1).

The name and address of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>	<u>Title</u>
George Van Fleet	7765 Hunter's Grove Road, Jacksonville, Florida 32256	President, Director

#### **ARTICLE VIII - INITIAL PLACE OF BUSINESS**

The initial place of business of this corporation shall be 7765 Hunter's Grove Road, Jacksonville, Florida 32256 President, Director with the privilege of having branch offices within or without the State of Florida.

#### **ARTICLE IX - INCORPORATOR**

The name and address of the Incorporator signing these Articles of Incorporation are: George Van Fleet, 7765 Hunter's Grove Road, Jacksonville, Florida 32256 President, Director

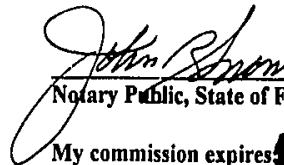
  
George Van Fleet Incorporator

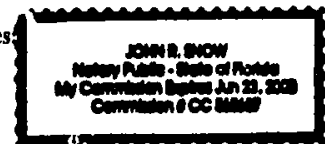
STATE OF FLORIDA

COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, personally appeared George Van Fleet, ESQUIRE, to me known to be the person who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed such instrument for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 21 day of September, 1996.

  
Notary Public, State of Florida  
My commission expires



Having been named Registered Agent for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Sept. 21, 1996  
Date

  
George Van Fleet, ESQUIRE, Registered Agent

STATE OF FLORIDA

COUNTY OF SEMINOLE

*George Van Fleet*  
BEFORE ME, the undersigned authority, this day personally appeared ~~JOHN R. SNOW~~ W,  
ESQUIRE, to me personally known to known, who after being first duly sworn deposes and says that  
he signed the foregoing Certificate of Acceptance of registered Agent freely, voluntarily and for the  
purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 20 day of September, 1996.

*John R. Snow*  
\_\_\_\_\_  
Notary Public, State of Florida

My commission expires:

At Van Fleet



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