

IMMIGRATION LAW CENTER

A Private Law Firm

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John V. A. Holmes, Esq.
Attorney and Counsellor at Law

October 8, 1996

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Reply to:
Joyce C. Lien
Legal Assistant

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Secretary of State
State of Florida
Corporations Division
P. O. Box 6327
Tallahassee, Florida 32301

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

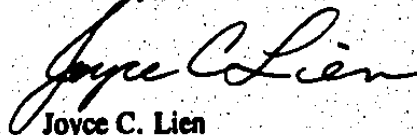
Gentlemen:

Re: Royal By Appointment, Inc.

Please file the enclosed Articles of Incorporation and return the copy enclosed indicating the filing date. Our check in the amount of \$122.50 is enclosed for the filing fee. If you need anything further, please advise.

Thank you.

Sincerely,



Joyce C. Lien
Legal Assistant

Enclosures

RECORDED OCT 16 1996

**ARTICLES OF INCORPORATION
OF
ROYAL BY APPOINTMENT, INC.**

The undersigned, acting as Incorporator(s) of a corporation under the Florida General Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

1. NAME: The name of this corporation is:

ROYAL BY APPOINTMENT, INC.

2. ADDRESS OF PRINCIPAL OFFICE:

2973 Vineland Rd.
Kissimmee, Florida 34746

3. MAILING ADDRESS:

2973 Vineland Rd.
Kissimmee, Florida 34746

4. CAPITAL STOCK: The corporation is authorized to issue the following number of shares of the following classes at the following par values:

No. Shares	Class	Par Value
500	Common	\$1.00

5. INITIAL REGISTERED OFFICE AND AGENT: The street address of the initial registered office, principal place of business and mailing office of this corporation is as follows:

2973 Vineland Rd..
Kissimmee, Florida 34746

The name of the initial registered agent at that address is Iain GREGOR.

6. INITIAL BOARD OF DIRECTORS: This corporation shall have One (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one.

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The names and addresses of the initial director is:

Iain GREGOR
2973 Vineland Rd.
Kissimmee, Florida 34746

7. INCORPORATOR(S): The name(s) and address(es) of the Incorporator(s) signing these Articles of Incorporation are:

Iain GREGOR
2973 Vineland Rd.
Kissimmee, Florida 34746

8. BY LAW AMENDMENT: The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and the Shareholders.

9. INDEMNIFICATION: This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

10. INFORMAL ACTION OF DIRECTORS: If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

11. AMENDMENT OF ARTICLES: This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator(s) has/have executed these Articles of Incorporation this 8 day of October, 1990.


Iain GREGOR
Incorporator

Having been named as registered agent for the above-stated corporation, 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 and I accept the duties and

obligations of Section 607.0505, Florida Statutes, 1990.


Iain GREGOR
Registered Agent

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared
Iain GREGOR to me known to be the person(s) who executed the foregoing Articles of
Incorporation, and he/they acknowledged to and before me that he/they executed such
instrument.

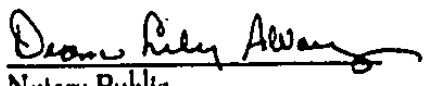
IN WITNESS WHEREOF, I have hereunto set my hand and seal this
8 day of October, 1996.



DIANA LILY ALVAREZ
MY COMMISSION # 0043008 EXPIRES
February 15, 1999
BONDED THRU TROY FARM INSURANCE, INC.

DIANA LILY ALVAREZ

My Commission Expires:
Feb 15, 1999


Notary Public,
State of Florida

Name:
Address:
811 N. Magnolia Avenue
Orlando, Florida 32803-3810

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

of

ROYAL BY APPOINTMENT, INC.

Pursuant to the provisions of section 607.0501, 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:

ROYAL BY APPOINTMENT, INC.

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

Iain Gregor
2973 Vineland Rd.
Kissimmee, Florida 34746


Iain Gregor
Registered Agent

Date: October 8, 1996

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


Iain Gregor

Date: October 8, 1996

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