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10/01/96

FLORIDA DIVISION OF CORPORATION
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

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

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: DOVE TRAVEL, INC.

AUDIT NUMBER.....H96000015451

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

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TALLAHASSEE, FLORIDA

96-5093
11/11/96

ARTICLES OF INCORPORATION

OF

H96000015451

DOVE TRAVEL, INC.

ARTICLE 1 - NAME

The name of this corporation is: Dove Travel, Inc..

ARTICLE 2 - DURATION

The duration of this corporation is perpetual.

ARTICLE 3 - PURPOSE

The corporation is created for the purpose of engaging in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 4 - PRINCIPAL OFFICE

The address of the principal office of this corporation is 746 NW 41st Way, Deerfield Beach, Florida 33442.

ARTICLE 5 - INCORPORATOR

The name and street address of the incorporator of this corporation is:

Michelle M. Rapp
750 East Sample Road
Suite 227
Pompano Beach, FL 33064

ARTICLE 6 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

Law Office of Michelle M. Rapp
750 East Sample Road
Building 3, Suite 227
Pompano Beach, FL 33064
(954) 784-2838
Florida Bar No.: 028177

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H9600001545 I

ARTICLE 7 - CORPORATE CAPITALIZATION

7.1 The maximum number of share that this Corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock, each share having the par value of ONE DOLLAR (\$1.00).

7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.

7.3 The Board of Directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into share of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restriction or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.4 The Board of Directors of the Corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 8 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 9 - TITLE

The Corporation, to the extent permitted by law, shall be entitled to treat that person in whose name any share or right is registered on the books of the corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 10 - INITIAL REGISTERED OFFICE AND AGENT

The initial address of registered office of this corporation is 750 East Sample Road, Suite 227, Pompano Beach, Florida 33064. The name and address of the registered agent of this corporation is the Michelle M. Rapp, 750 East Sample Road, Building 3, Suite 227, Pompano Beach, Florida 33064.

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ARTICLE 11 - BYLAWS

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 12 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida. All rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 1st day of November, 1996.



Michelle M. Rapp, Incorporator

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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Michelle M. Rapp, having a business office identical with the registered office of the corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Michelle M. Rapp

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TALLAHASSEE, FLORIDA

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NOV 08-1996

EMPIRE CORPORATE KIT

P.02/03

11/08/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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12:10 PM

((H96000015821 7))

TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: DOVE TRAVEL, INC.

AUDIT NUMBER.....H96000015821

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

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95 NOV 12 AM 8:00
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*061450003255 ✓
Linda*

FILED
96 NOV 12 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 8, 1996

DOVE TRAVEL, INC.
746 NW 41ST WAY
DEERFIELD BEACH, FL 33442

SUBJECT: DOVE TRAVEL, INC.
REF: P96000090122

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The date of adoption of each amendment must be included in the document.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H96000015821
Letter Number: 196A00051392

(2)
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

DOVE TRAVEL, INC.

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FIRST: The following Amendment is hereby adopted: Article I is hereby amended to read

The name of this corporation is: Incredible Journeys, Inc.

SECOND: The date of the Amendment is November 8, 1996.

THIRD: The Amendment was adopted by the Incorporators without shareholder action, and shareholder action was not required.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Amendment to Articles of Incorporation under the laws of the State of Florida, this 8th day of November, 1996.


Michelle M. Rapp, Incorporator

Law Office of Michelle M. Rapp
750 East Sample Road
Building 3, Suite 227
Pompano Beach, FL 33064
(954) 784-2838
Florida Bar No.: 028177

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