

KRAIG H. KOACH, P.A.
ATTORNEY AT LAW
240 NORTH WASHINGTON BOULEVARD
SUITE 470
SARASOTA, FLORIDA 34236
(941) 951-1005
FAX (941) 366-6997

Nov 7,
October 28, 1996

P96000093537

Secretary of State
Corporate Records Bureau
409 E. Gaines St.
Tallahassee, FL 32399

110000.003561--3
11/13/96--01171--010
***122.50 ***122.50

RE: R & A Travel, Inc.

To Whom it May Concern:

We are enclosing our check in the amount of \$122.50 to cover the following fees for the incorporation of the above-named corporation:

Registered Agent Fee	35.00
Filing Fee	35.00
Certified Copy of Articles	52.50
Total	\$122.50

We have also enclosed an original and a copy of the Articles of Incorporation. Please return to this office a certified copy of same after the Articles have been filed of record.

Thank you for your attention to this matter.

Very truly yours,

Kraig H. Koach

Kraig H. Koach

KHK/kk
Encls.

g/jll/bk

ARTICLES OF INCORPORATION

OF

R & A TRAVEL, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 NOV 12 PM 12:16

The undersigned incorporator for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be **R & A TRAVEL, INC.** The principal place of business of this corporation shall be as follows:

Corporate Address:

1660 Main Street
Sarasota, FL 34236

ARTICLE II

TERM OF EXISTENCE

The term of existence of the corporation shall be perpetual.

ARTICLE III

NATURE OF BUSINESS

The purpose of the corporation is to transact any business and to engage in, enter into, promote or conduct 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 IV

CAPITAL STOCK

The total number of shares of stock which the corporation shall have authority to issue is 500 shares, all of which shall be common shares with a par value of \$1.00 per share.

ARTICLE V

PREEMPTIVE RIGHTS

The holders of the common stock of the corporation shall have the preemptive right to purchase upon such price, terms and conditions as shall be fixed by the Board of Directors, such of the shares of the common stock of the corporation as may be issued from time to time over and above the issue of the first shares of the common stock of the corporation which have never previously been sold or issued. Such preemptive right shall apply to such shares whether such additional shares constitute a part of the shares presently or subsequently authorized or constitute shares held in the treasury of the corporation and shall be exercised in the respective ratio with the number of shares held by each stockholder at the time of such issue bears to the total number of shares outstanding in the names of all stockholders at such time.

ARTICLE VI

REGISTERED AGENT

The street address of the initial registered office of the corporation in Sarasota County, Florida, and the name of its initial registered agent at such address are as follows:

Name and street address

Kraig H. Koach, Esquire
240 N. Washington Blvd., Suite 470
Sarasota, Florida 34236

ARTICLE VII

BOARD OF DIRECTORS

The corporation shall have a Board of Directors of one (1) director initially. The number of directors shall be prescribed by the Bylaws of the corporation from time to time. The names and addresses of the persons who shall serve as the initial directors of the corporation until the first annual meeting of the shareholders or until their successors are duly elected and qualified are as follows:

Name and street address

Adam Lee Brewer
1660 Main Street
Sarasota, FL 34236

ARTICLE VIII

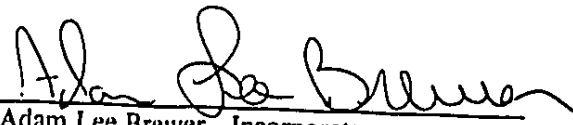
INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is:

Name and street address

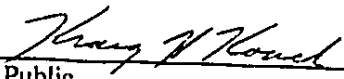
Adam Lee Brewer
1660 Main Street
Sarasota, FL 34236

IN WITNESS WHEREOF, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the Florida General Corporation Act, has executed these Articles of Incorporation this 28th day of October, 1996.


Adam Lee Brewer, Incorporator

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 28th day of October, 1996, by the party hereto, who is personally known to me or who produced _____ as identification.


Notary Public
My Commission Expires:



KRAIG H KOACH
My Commission CC567487
Expires May, 27, 2000

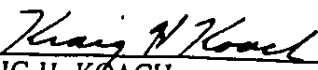
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM SERVICE MAY BE SERVED.**

In pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with
said act:

First, that **R & A Travel, Inc.**, desiring to organize under the laws of the State of Florida, with
its principal office as indicated in the Articles of Incorporation, at City of Sarasota, County of Sarasota,
State of Florida, has named **KRAIG H. KOACH**, 240 N. Washington Blvd., Suite 470, Sarasota,
Florida 34236, as its agent to accept service of process within this State.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts the designation as registered agent of the above Corporation.
I accept the duties and obligations of Section 607.0505 Florida Statutes and agree to comply with the
provisions of all statutes relative to the proper and complete performance of my duties.


KRAIG H. KOACH

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 NOV 12 PM 12:15

P 96 000093537

KRAIG H. KOACH, P.A.
ATTORNEY AT LAW
240 NORTH WASHINGTON BOULEVARD
SUITE 470
SARASOTA, FLORIDA 34236
(813) 951-1005
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November 23, 1996

Ms Claretha Golden, Document Specialist
New Files Section, Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Letter Number: 696A00052139
Document Number: P96000093537

Dear Ms Golden,

We are in receipt of the Articles of Incorporation for R & A Travel, Inc.,
filed on November 12, 1996. However, the State of Florida certificate (with seal)
was not included. Please forward to the undersigned the certificate at your earliest
convenience. I have enclosed a self addressed stamped envelope for your use.

Very truly yours,

Kraig H. Koach

Kraig H. Koach

KHK/gjk

ag 12/4/96