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ACCOUNT NO. : 072100000032

REFERENCE : 207455 4320888

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : December 31, 1996

ORDER TIME : 5:12 PM

ORDER NO. : 207455-025

CUSTOMER NO: 4320888

CUSTOMER: Ms. April Haley
LIVINGSTON PATTERSON
STRICKLAND & WEINER, P.A.
46 N. Washington Blvd.

Sarasota, FL 34236

700002043097--4
-01/02/97--01016--008
****122.50 ****122.50

EFFECTIVE DATE
1-1-97

DOMESTIC FILING

NAME: PARSIMONIOUS TRAVEL
PACKAGEDEALS, INC.

EFFECTIVE DATE: 1-1-97

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS:

1-2-97
KR

FILED
97 JAN -2 PM 4: 15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
97 JAN -2 AM 8: 37
DIVISION OF CORPORATION

WITNESS DATE

1-1-97

ARTICLES OF INCORPORATION OF
PARSIMONIOUS TRAVEL PACKAGEDEALS, INC.

FILED
97 JAN -2 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is PARSIMONIOUS TRAVEL
PACKAGEDEALS, INC.

Article II - Commencement

This corporation shall commence on January 2, 1997.

Article III - Capital Stock

This corporation is authorized to issue 10,000 shares of
common stock.

Article IV - Mailing Address and Principal Office

The mailing address and principal office of the corporation
is 46 N. Washington Blvd., #1, Sarasota, FL 34236.

Article V - Initial Registered Office and Agent

The street address of the initial registered office of this
corporation is 46 North Washington Blvd., #1, Sarasota, FL 34236,
and the name of the initial registered agent of this corporation
at that address is John Patterson.

Article VI - Initial Board of Directors

This corporation shall have one director initially. The
number of directors may be either increased or diminished from
time to time by the bylaws. The name and address of the initial
director of this corporation is John Patterson, 46 North Washing-
ton Blvd., #1, Sarasota, FL 34236.

Article VII - Incorporator

The name and address of the person signing these Articles is
John Patterson, 46 North Washington Blvd., #1, Sarasota, FL
34236.

IN WITNESS WHEREOF, the undersigned has executed these Arti-
cles of Incorporation this 2nd day of January, 1997.


John Patterson, Incorporator

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**NOTICE OF APPOINTMENT OF REGISTERED AGENT,
ACCEPTANCE, AND DESIGNATION OF CORPORATE OFFICE**

The undersigned, JOHN PATTERSON, having a street address of 46 North Washington Boulevard, #1, Sarasota, Florida 34236, having been appointed by the directors of PARSIMONIOUS TRAVEL PACKAGEDEALS, INC., as registered agent, states as follows:

1. The corporation shall maintain an office at 46 North Washington Boulevard, Suite 1, Sarasota, Florida 34236, and shall notify the Department of State of any change in address of this office or the name of the registered agent at this address.

2. He accepts the appointment and consents to serve as registered agent of the corporation pursuant to Section 617.023, Florida Statutes.


JOHN PATTERSON

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA