

**P9700009524**  
State of Florida  
Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee  
Florida, 32314

January 23, 1997

Gary C. Ruggles  
2402 Island Club Way  
Orlando, FL, 32822

**SUBJECT: SMART TREK DESTINATIONS, INC.**

Enclosed is an original and one (1) copy of the articles of incorporation, along with a money order for: \$122.50 for the filing fee and a Certified Copy.

Please return the copy to me with the filing date stamped on it.

**FROM:**

**GARY C. RUGGLES**

**2402 ISLAND CLUB WAY**

**ORLANDO, FLORIDA, 32822**

**407-273-2245**

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-01/28/97--01030--003  
\*\*\*\*122.50 \*\*\*\*122.50

Very truly,

*Gary C. Ruggles*

Gary C. Ruggles  
Registered Agent  
Smart Trek Destinations, Inc.

*1/30*

97 JAN 27 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

## ARTICLES OF INCORPORATION

1. The Name of the Corporation shall be:

**SMART TREK DESTINATIONS, INC.**

2. The initial principal place of business and mailing address of the corporation is

**2402 ISLAND CLUB WAY  
ORLANDO, FLORIDA, 32822**

3. The corporation shall have the authority to issue one million (1,000,000) shares of no par value common stock.
4. The initial registered agent of the corporation is: GARY C. RUGGLES, and the registered agent's street address is: 2402 ISLAND CLUB WAY, ORLANDO, FLORIDA, 32822.
5. The initial Board of Directors shall have 2 members, whose names and addresses are: GARY C. RUGGLES, 2402 ISLAND CLUB WAY, ORLANDO, FLORIDA, 32822 and SHELDON M. WONG, 7020 LAKNER WAY, ORLANDO, FLORIDA, 32822. The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be any less than one.
6. The incorporators of this corporation are GARY C. RUGGLES, whose street address is 2402 ISLAND CLUB WAY, ORLANDO, FLORIDA, 32822 and SHELDON M. WONG, whose street address is 7020 LAKNER WAY, ORLANDO, FLORIDA, 32822.

DATED: 1-23-97

INCORPORATOR Sheldon M. Wong

INCORPORATOR Gary C. Ruggles

Having been named as registered agent and to accept service of process for the above named corporation at the place designated in this certificate, I do 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.

Dated: 1-23-97

Registered Agent: Gary C. Ruggles

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA