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ACCOUNT NO. : 072100000032

REFERENCE : 245770 132254A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 3, 1997

ORDER TIME : 10:13 AM

ORDER NO. : 245770-005

EFFECTIVE DATE
1-31-97

CUSTOMER NO: 132254A

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02/03/97 01024 002
*****70.00 *****70.00

CUSTOMER: Susan W. Carlson, Esq
BRONSTEIN CARLSON GLEIM &
SMITH, P.A.
Suite 1100
150 Second Avenue, North
St. Petersburg, FL 33701

DOMESTIC FILING

NAME: CROWN MARKETING TRAVEL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

KC
2-3-97

TALLAHASSEE, FLORIDA

97 FEB -3 PM 2:36

FILED

DEPARTMENT OF CORPORATION

97 FEB -3 AM 10:43

RECEIVED

ARTICLES OF INCORPORATION
OF
CROWN MARKETING TRAVEL, INC.

EFFECTIVE DATE
1-31-97

FILED
97 FEB -3 PM 2:36
SEC.
TALLAHASSEE, FLORIDA

ARTICLE I.

NAME

The name of this corporation is CROWN MARKETING TRAVEL, INC.

ARTICLE II.

PRINCIPAL OFFICE

The principal office of this corporation and the mailing address of this corporation is 17755 U.S. Highway North, Suite 100, Clearwater, Florida 34624

ARTICLE III.

DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of January 31, 1997.

ARTICLE IV.

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE V.

CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are SUSAN W. CARLSON, 150 Second Avenue North, Suite 1100, St. Petersburg, Florida 33701. The Registered Agent, by her execution of these Articles of Incorporation as incorporator, accepts the appointment as registered agent and agrees to comply with the provisions of all statutes relative thereto, including the obligations of § 607.0501, Florida Statutes.

ARTICLE VII.

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than two (2). The names and addresses of the initial directors of this corporation are as follows:

DANIEL MARK COOK
17755 U.S. Highway 19 North
Suite 300
Clearwater, FL 34624

STEVEN W. LABELL
17755 U.S. Highway 19 North
Suite 300
Clearwater, FL 34624

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation are SUSAN W. CARLSON, 150 Second Avenue North, Suite 1100, St. Petersburg, Florida 33701.

ARTICLE IX.

AMENDMENT

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.

ARTICLE X.

BYLAWS

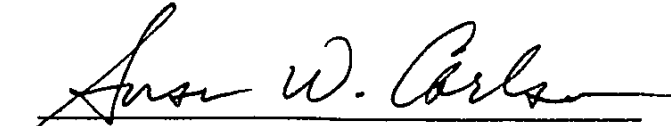
The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XI.

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

IN WITNESS WHEREOF, the undersigned executes these Articles of
Incorporation this 31st day of January, 1997.



SUSAN W. CARLSON

INCORPORATOR

118981

FILED
97 FEB -3 PM 2: 36
SECY
TALLAHASSEE, FLORIDA