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February 6, 1997

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

900002082479--4

-02/10/97--01042--008

\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir/Madam:

Enclosed are the Articles of Incorporation for Marytime Cruises, Inc., along with a check in the amount of \$122.50 to cover the filing fee, certificate of designation of registered agent and for a certified copy of charter.

Please return the Charter upon filing.

Sincerely yours,

*Margaret Palmer*

Margaret Palmer

Enclosures  
as stated

RECEIVED  
TALLAHASSEE, FLORIDA  
STATE

97 FEB 10 AM 11:05

PK  
2/11/97

**ARTICLES OF INCORPORATION**

**OF**

**MARYTIME CRUISES, INC.**

**FILED**

97 FEB 10 AM 11:05

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
NAME**

The name of the corporation is Marytime Cruises, Inc.

**ARTICLE II  
PURPOSE**

The purpose of this corporation is to sell cruises and other travel services and to transact all other lawful business as provided in Chapter 607, Florida Statutes.

**ARTICLE III  
EFFECTIVE DATE**

The effective date of this corporation is the date of the filing with and acceptance by the Secretary of State, and its duration shall be perpetual.

**ARTICLE IV  
STOCK**

This corporation shall have one class of 1,000 authorized shares of common stock each with a par value of One Dollar (\$1.00).

**ARTICLE V  
PRINCIPAL OFFICE**

The initial principal office shall be at 4804 S.E. 14th Street, Ocala, Florida 34471 and the mailing address is the same.

**ARTICLE VI  
BOARD OF DIRECTORS**

The initial board of directors shall consist of two (2) directors. The initial directors are:

Mary Killebrew  
1245 S.E. 14th Street  
Ocala, Florida 34471

Cheryl A. Geller  
4804 S.E. 14th Street  
Ocala, Florida 34471.

**ARTICLE VII  
REGISTERED OFFICE AND REGISTERED AGENT**

The initial registered office shall be at 4804 S.E. 14th Street, Ocala, Florida 34471 and the registered agent at that office shall be Cheryl A. Geller.

**ARTICLE VIII  
INCORPORATOR**

The incorporators of this corporation are Mary Killebrew, 1245 S.E. 14th Street, Ocala, Florida 34471, and Cheryl A. Geller, 4804 S.E. 14th Street, Ocala, Florida 34471.

**ARTICLE IX  
AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th day of February, 1997.

  
MARY KILLEBREW

  
CHERYL A. GELLER

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in the Articles, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

By: *Cheryl A. Geller*  
CHERYL A. GELLER

STATE OF FLORIDA  
COUNTY OF MARION

BEFORE ME, personally appeared CHERYL A. GELLER, and who is personally known to me or who has produced FL DRIVER LICENSE 6460-101-57-762-0 as identification and who executed the foregoing, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this the 6<sup>th</sup> day of February, 1997.

*Margaret Palmer*

Print Notary Name:

Notary Public, State of  
Florida at Large

My commission expires:



FILED  
97 FEB 10 AM 11:05  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE