

P97000014963

DEBBY L. BEHMER
STATE TOWN & COUNTRY CORP II
2555 BISCAYNE BLVD SUITE 863
NORTH MIAMI, FLORIDA 33181
JANUARY 22, 1997

SECRETARY OF STATE
CORPORATION DIVISION
STATE OF FLORIDA
409 E. GAINES STREET
TALLAHASSEE, FLORIDA 32399

400002087234--3
-02/13/97--01104--002
*****70.00 *****70.00

RE: ESTATE TOWN & COUNTRY CORP II

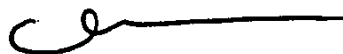
GENTLEMEN;

ENCLOSED HERewith ARE THE ARTICLES OF INCORPORATION TOGETHER
WITH A COPY OF SAID ARTICLES FOR ESTATE TOWN & COUNTRY CORP II
AND OUR CHECK IN THE AMOUNT OF \$70.00 AS FOLLOWS:

FILING FEE	\$35.00
REGISTERED AGENT	35.00

TOTAL	\$70.00

RESPECTFULLY SUBMITTED,


DEBBY L. BEHMER

Certificate of Incorporation

-of-

ESTATE TOWN & COUNTRY CORP II

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statues of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

ESTATE TOWN & COUNTRY CORP II

ARTICLE II

The corporation may engage in TOUR GUIDES, as well as, any other legal business activity permitted under the laws of the United States and of the state of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares of common stock, having a par value of one (\$1.00) dollar per share.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than five hundred (\$500.00) dollars.

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DIVISION OF CORPORATIONS
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ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be :

12555 BISCAYNE BLVD SUITE 863
NORTH MIAMI, FLORIDA 33181

ARTICLE VII

The number of Directors of this corporation shall be at least one (1).

ARTICLE VIII

The name and street address of the members of the first Board of Director of this Corporation are as follows:

DEBBY L. BEHMER	12555 BISCAYNE BLVD SUITE 863
	NORTH MIAMI, FLORIDA 33181

ARTICLE IX


The name and street address of the persons signing these Articles of Incorporation as incorporator is as follows :

DEBBY L. BEHMER	12555 BISCAYNE BLVD SUITE 863
	NORTH MIAMI, FLORIDA 33181

ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

In WITNESS WHEREOF, the undersigned, DEBBY L. BEHMER, being a natural persons competent to contract, have hereunto set their hands and seals this 30 th day of JANUARY 1997.

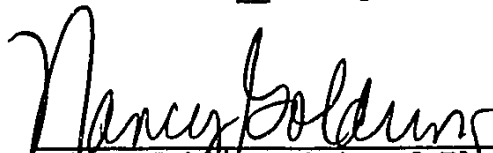


DEBBY L. BEHMER, Director

STATE OF FLORIDA
COUNTY OF DADE

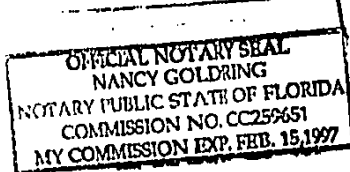
BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared DEBBY L. BEHMER known to me to be the individuals described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they execute the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 30 th day of JANUARY 1997.



Notary Public, State of Florida
My commission expires:

(Notary Seal)



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First: ESTATE TOWN & COUNTRY CORP II desiring to organize under the Laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation, in the City of NORTH MIAMI, County of DADE, state of Florida has named DEBBY L. BEHMER located at 12555 BISCAYNE BLVD SUITE 863, NORTH MIAMI, FLORIDA 33181, as its agent to accept services of process within this State.

ACKNOWLEDGEMENT

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


DEBBY L. BEHMER, Director

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DIVISION OF CORPORATIONS
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