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ACCOUNT NO. : 072100000032

REFERENCE : 326653 81507A

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$ 122.50

ORDER DATE : April 10, 1997

ORDER TIME : 1:49 PM

ORDER NO. : 326653-005

CUSTOMER NO: 81507A

500002138805--7

CUSTOMER: R. Craig Harrison, Esq  
LYONS & BEAUDRY, PA

1605 Main Street, Suite 1111

Sarasota, FL 34236

DOMESTIC FILING

NAME: CELEBRITY TRAVEL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
97 APR 10 PM 2:34  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

824 APR 10 1997

ARTICLES OF INCORPORATION

OF

CELEBRITY TRAVEL, INC.

FILED

97 MAR 10 PM 2:40

TRAVEL, INC. JUDGE

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I. - NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this corporation shall be CELEBRITY TRAVEL, INC., and its principal place of business shall be 2032 Hawthorne Street, Sarasota, FL 34239.

ARTICLE II. - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III. - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock with no par value.

ARTICLE IV. - TERM AND COMMENCEMENT OF EXISTENCE

This corporation is to exist perpetually. The date of commencement of corporate existence is the date of filing of these Articles of Incorporation.

ARTICLE V. - DIRECTORS

This corporation shall have two (2) directors, initially. The number of directors may be increased or decreased from time to time, by the Bylaws, but shall never be less than one. The name

and address of the initial directors of this corporation are as follows:

<u>Name</u>	<u>Address</u>
Jo-Ann Nelson	2638 Woodgate Lane Sarasota, FL 34231
Howard W. Kessler	6614 Schooner Bay Circle Sarasota, FL 34231

#### ARTICLE VI.

##### INCORPORATOR, REGISTERED OFFICE AND REGISTERED AGENT

The name of the registered agent and the street address of the registered office of the corporation, and the name and address of each incorporator of this corporation is as follows:

<u>Registered Agent:</u>	<u>Registered Office:</u>
R. Craig Harrison, Esq.	Lyons & Beaudry, P.A. 1605 Main Street, #1111 Sarasota, FL 34236

##### Incorporator:

Howard W. Kessler	2032 Hawthorne Street Sarasota, FL 34239
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#### ARTICLE VII. - TRANSFERABILITY OF SHARES

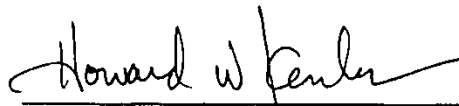
Any and all of the shareholders of this corporation may, from time to time, enter into such agreements as may seem expedient to them, relating to the shares of stock held by them, and limiting the transferability thereof, and thereafter any transfer of said shares shall be made in accordance with the terms of said agreement, provided that before the actual transfer of said shares

on the books of the corporation, written notice of such agreement shall be stamped, written or printed upon the certificate representing said shares, and the Bylaws of this corporation may likewise include proper provisions for the making of such agreements as aforesaid.

**ARTICLE VIII - PRE-EMPTIVE**

Each shareholder shall have the right to purchase additional shares of previously or newly authorized but unissued stock of the same or different class and Treasury stock so that the ratio of issued and outstanding shares held by a shareholder to the total number of issued and outstanding shares of stock remains the same as at the date of original issue.

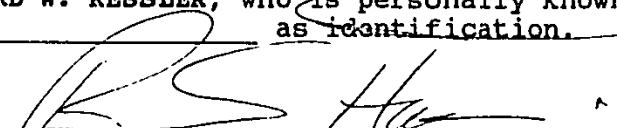
IN WITNESS WHEREOF, the above named Incorporator to these Articles of Incorporation set his hand and seal this 4<sup>th</sup> day of April, 1997.



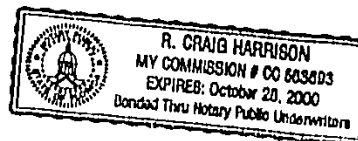
HOWARD W. KESSLER, Incorporator

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 4<sup>th</sup> day of April, 1997, by HOWARD W. KESSLER, who is personally known to me or who produced \_\_\_\_\_ as identification.

  
Notary Public  
Printed Name \_\_\_\_\_

My Commission Expires:



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

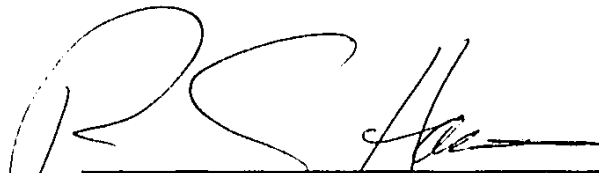
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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that **CELEBRITY TRAVEL, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Sarasota, County of Sarasota, State of Florida, has named **R. Craig Harrison, Esq.**, County of Sarasota, State of Florida, as its agent to accept service of process within the state.

**ACKNOWLEDGMENT:**

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

  
\_\_\_\_\_  
**R. CRAIG HARRISON, ESQ.,**  
Resident Agent

97 DEC 19 PM 2:14  
FILED