

P97000041963

FILED
97 MAY -7 PM 2:22
TALLAHASSEE, FLORIDA

6021 22ND AVE CIR E
PALMETTO, FL 34221-2128

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100002148891--0
-04/21/97--01084--002
****122.50 ****122.50

RE: JERICO, INC.

Dear Sir or Madame:

Enclosed please find original/copy of Articles of Incorporation for the above-named corporation. Please file one copy, assign a Charter number, and return a certified copy to me at the above address.

Also enclosed please find our check in the amount of \$122.50 which represents your filing fee for the above.

Sincerely yours,

J. Eric Davis

Enclosures as stated

W 97-11121

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P. CHESNUT MAY 12 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 23, 1997

J. ERIC SIMS
6021 22 AVE CIR E
PALMETTO, FL 34221-2128

SUBJECT: JERICO, INC.
Ref. Number: W97000009454

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TALLAHASSEE, FLORIDA

We have received your document for JERICO, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 497A00020909

J. ERIC SIMS
6021 22ND AVE CIRCLE E
PALMETTO, FL 34221-2128
MAY 9, 1997

FILED
97 MAY -7 PM 2:22
TALLAHASSEE, FLORIDA

MS. FREIDA CHESSER
FLORIDA DEPT. OF STATE
DIV. OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

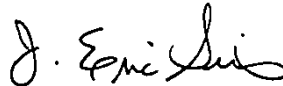
SUBJECT: REFERENCE # W97000010121

As per your request, I submit revised articles of incorporation (now named "FLIGHTS OF FANTASY, INC.") for your approval, along with a copy of your letter. I verified by phone today that this name is available at this time, so hopefully this change will fly (excuse the pun).

If I need take any further action, please let me know.

Thank you again for your assistance in this matter.

Sincerely,



J. Eric Sims •

Enclosure

ARTICLES OF INCORPORATION

OF

FLIGHTS OF FANTASY, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is FLIGHTS OF FANTASY, INC.

ARTICLE II. CORPORATE ADDRESS

The principal place of business and mailing address of this Corporation shall be 6021 22ND AVE CIRCLE E, PALMETTO, Florida 34221.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6021 22ND AVE CIRCLE E, PALMETTO, Florida 34221, and the name of the initial Registered Agent of this corporation at that address is J. ERIC SIMS.

ARTICLE VI - DURATION

This corporation shall have perpetual existence, and shall become effective on the filing of these Articles of Incorporation.

ARTICLE VII - DIRECTORS

This corporation shall have one director initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial director of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
J. ERIC SIMS	6021 22 ND AVE Cir E PALMETTO , FL 34221-2128

ARTICLE VIII - INCORPORATORS

The names and addresses of the persons signing these Articles are:

<u>NAME</u>	<u>ADDRESS</u>
J. ERIC Sims	6021 22 ND AVE CIR E PALMETTO , FL 34221-2128

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - PREEMPTIVE RIGHTS

The holders of the common stock of this Corporation shall have the preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this Corporation which may be issued from time to time for money, property, or past services, in addition to that stock authorized and issued by the Corporation. The preemptive right of any shareholder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

ARTICLE XI - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XII - INDEMNIFICATION

The corporation shall indemnify any officers or directors, or any former officers or directors, to the full extent permitted by law.

ARTICLE XIII - 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.

IN WITNESS WHEREOF, the undersigned subscribers have
executed these Articles of Incorporation this 14th day of
APRIL, 1996.

J. Eric Sims
"Incorporator"

"Incorporator"

"Incorporator"

STATE OF FLORIDA)
COUNTY OF PINELLAS)

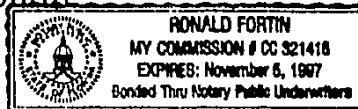
ss:

Before me, a Notary Public authorized to take acknowledgements
in the State and county set forth above, personally appeared
J. ERIC SIMS
known to me to be the person(s) who executed the foregoing Articles
of Incorporation, and he acknowledged before me that he
executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal, in the State and County aforesaid, this 14th day
of APRIL, 1996.

Ronald Fortin
NOTARY PUBLIC

My Commission Expires:



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as Registered Agent of the
corporation set forth in the foregoing Articles of Incorporation
for service of process and for the purposes and in accordance with
the requirements of law.

J. Eric Sims
Registered Agent"

Date Signed: 4-14-97