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May 13, 1997

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 East Gaines Street  
Tallahassee, Florida 32399

300002177203--0  
-05/13/97--01095--010  
\*\*\*\*122.50 \*\*\*\*122.50

**Re: Jaguar Adventures Corp.**

Dear Division of Corporations:

Enclosed please find the original and one photocopy of the Articles of Incorporation for the above-referenced corporation.

Also enclosed is a check made payable to the Secretary of State in the amount of \$122.50 to cover the filing fee. Please return a certified copy of these Articles to the above address as soon as the originals have been filed.

Thank you. If you have any questions, kindly contact the undersigned.

Very truly yours,

**BARBIERI & SCRENCI, P.A.**

*Steven C. Rubino*

Steven C. Rubino  
For the Firm

SCR:kb  
Enclosures

cc: Debra Acquilano

FILED  
97 MAY 13 PM 2:30  
SECRET  
TALLAHASSEE, FLORIDA

# Articles of Incorporation of Jaguar Adventures Corp.

FILED  
97 MAY 13 PM 2:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

## ARTICLE I NAME

The name of the corporation shall be **Jaguar Adventures Corp.**

## ARTICLE II NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

## ARTICLE III CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a \$1.00 par value per share.

## ARTICLE IV PRINCIPAL ADDRESS AND REGISTERED OFFICE AND ADDRESS

The principal address and the initial registered office of the corporation is **1035 Spanish River Road, #117, Boca Raton, Florida 33432** and the name of the initial registered agent of the corporation at that office is **Debra Acquilano**.

**ARTICLE V**  
**TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI**  
**CUMULATIVE VOTING**

All shareholders are entitled to cumulate their votes for directors.

**ARTICLE VII**  
**PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

**ARTICLE VIII**  
**BOARD OF DIRECTORS & DESIGNATION OF INITIAL DIRECTOR**

The name and address of the initial director of the corporation is **Debra Acquilano of 1035 Spanish River Road, #117, Boca Raton, Florida 33432.**

**ARTICLE IX**  
**BY-LAWS**

The initial By-Laws of the corporation shall be adopted by vote of the directors of the corporation. Thereafter, the By-Laws of the corporation may be amended, modified or repealed as provided by the By-Laws.

**ARTICLE X  
SUBSCRIBER**

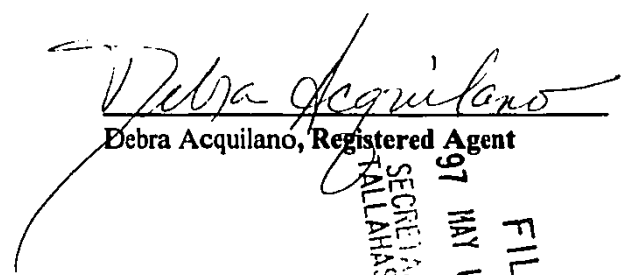
The name and street address of the subscriber to these Articles of Incorporation is **Debra Acquilano** of **1035 Spanish River Road, #117, Boca Raton, Florida 33432**.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 8th day May, 1997.

  
Debra Acquilano

**ACCEPTANCE OF REGISTERED AGENT**

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
Debra Acquilano, Registered Agent

FILED  
MAY 13 PM 2:30  
1997  
TALLAHASSEE, FLORIDA  
STATE

FILED  
97 MAY 13 PM 2:30  
SECRETARIAT OF THE  
TALLAHASSEE, FLORIDA