

P9700044217
NASON, YEAGER, GERSON, WHITE & LIOCE, P.A.

ATTORNEYS AT LAW

FILED

UNITED NATIONAL BANK TOWER
1645 PALM BEACH LAKES BOULEVARD

MAY 15 PM 3:36

SUITE 1200

WEST PALM BEACH, FLORIDA 33401

TALLAHASSEE, FLORIDA

TELEPHONE (561) 686-3307

FACSIMILE (561) 686-3442

May 13, 1997

WILL A. NASON (1924-1979)

ALAN I. ARMOUR II
CRAIG S. BARNETT
GARY N. GERSON
ELAINE JOHNSON JAMES
JEFFREY B. KAHN

DOMENICK R. LIOCE
NATHAN E. NASON
MARK A. PACHMAN
GREGORY L. SCOTT
JOHN WHITE II
THOMAS J. YEAGER

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100002179731--0
-05/15/97--01048--004
****122.50 ****122.50

Re: Kosher Cruises, Inc. / Articles of Incorporation
File No. 3293/11090

Dear Sir or Madam:

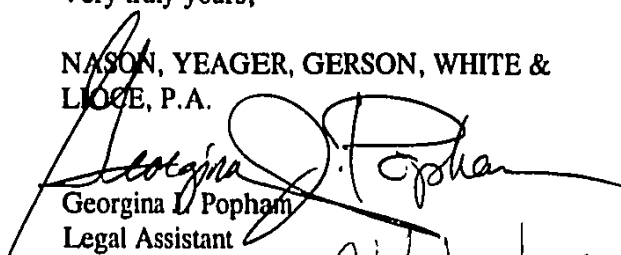
Enclosed herewith is an original and a duplicate of the Articles of Incorporation and of the Acceptance of Registered Agent for the above referenced corporation, together with a check payable to the Secretary of State in the amount of \$122.50 in payment of the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Filing Fee	<u>35.00</u>
Total	\$122.50

The original is to be filed in your office and the copy certified and returned to my attention using the enclosed stamped, self-addressed envelope.

Very truly yours,

NASON, YEAGER, GERSON, WHITE &
LIOCE, P.A.


Georgina L. Popham
Legal Assistant

Enclosures

\\Neuromancer\sys\DOCS\05PEND\GJP\LSOS.ART.kosher.GJP.doc

5/19/97

ARTICLES OF INCORPORATION

OF

KOSHER CRUISES, INC.

FILED
97 MAY 15 PM 3:36
TALLAHASSEE, FLORIDA

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this Corporation shall be:

Kosher Cruises, Inc.

ARTICLE II

ADDRESS

The mailing address of the corporation is:

2295 Corporate Blvd., Suite 131
Boca Raton, Florida 33431

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue One Thousand (1,000) shares of Common Stock having a par value of One Cent (\$.01) per share.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

1645 Palm Beach Lakes Boulevard
Suite 1200
West Palm Beach, Florida 33401

The name of the initial registered agent of this Corporation at that address shall be:

Gary N. Gerson

ARTICLE V

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors. The number of directors of the corporation shall be established and regulated by the Bylaws.

ARTICLE VI

INCORPORATOR

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

<u>Name</u>	<u>Street Address</u>
Gary N. Gerson	1645 Palm Beach Lakes Boulevard Suite 1200 West Palm Beach, Florida 33401

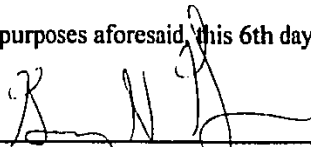
ARTICLE VII

DIRECTORS

The name and address of the individuals who are to serve as the initial directors of this Corporation are:

<u>Name</u>	<u>Street Address</u>
William A. Forster	2295 Corporate Blvd., Suite 131 Boca Raton, Florida 33431
Yehuda Shifman	23157 Boca Club Colony Circle Boca Raton, Florida 33433

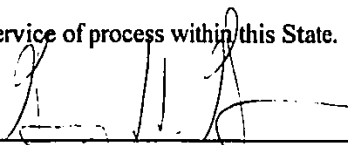
IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at West Palm Beach, Florida, for the uses and purposes aforesaid, this 6th day of May, 1997.



Gary N. Gerson, Incorporator


DESIGNATION AND ACCEPTANCE
OF
REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, Kosher Cruises, Inc., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 1645 Palm Beach Lakes Boulevard, Suite 1200, West Palm Beach, Florida 33401, has named Gary N. Gerson located thereat as its registered agent to accept service of process within this State.

By: 

Gary N. Gerson, Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby consent to and accept the appointment to act in this capacity, acknowledge that I am familiar with and accept the obligations of a registered agent and agree to comply with the laws of Florida applicable thereto.

By: 

Gary N. Gerson, Registered Agent

FILED


97 MAY 15 PM 3:36

ASSIGNMENT OF SUBSCRIPTION RIGHTS

RECEIVED
TALLAHASSEE, FLORIDA

The undersigned subscriber hereby assigns all of his rights to subscribe to the shares of the capital stock of Kosher Cruises, Inc., a corporation formed under the laws of the State of Florida, to the corporation.

Dated this 12 day of May, 1997.



Gary N. Gerson, Incorporator