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JERRI M. BLANEY, P.A.

— PROFESSIONAL ASSOCIATION —

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FLORIDA BAR
BOARD CERTIFIED
WILLS, TRUSTS
& ESTATES LAWYER

May 16, 1997

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

500002183105--7
-05/19/97--01110--009
****122.50 ****122.50

RE: Unique Travel Tours, Inc.

Dear Sir or Madam:

Please file the enclosed Articles of Incorporation for the above-named corporation. A check in the amount of \$122.50 is enclosed to cover your fee.

Please do not hesitate to call me if you have any questions.

Very truly yours,

Jeri M. Blaney
Jeri M. Blaney, P.A.

JMB/beb
Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 19 PM 3:19

D. BROWN MAY 21 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 19 PM 3: 19

ARTICLES OF INCORPORATION
OF
UNIQUE TRAVEL TOURS, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE

The name of this corporation is UNIQUE TRAVEL TOURS, INC.

ARTICLE TWO

The corporation is to have perpetual existence.

ARTICLE THREE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act and shall have all the powers corporations may hold under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 1,000 common shares, par value \$1.00 per share.

The minimum amount of paid-in capital with which the corporation will begin business shall not be less than One Thousand (\$1,000.00) Dollars.

The shareholders of the corporation shall have preemptive rights.

ARTICLE FIVE

The street address of the initial corporate office of the corporation is 588 NE 28th Avenue, Okeechobee, Florida 34972. The mailing address of the corporate office is 588 NE 28th Avenue, Okeechobee, Florida 34972.

ARTICLE SIX

The name of the initial resident agent for this corporation to accept service of process within the State of Florida is Gregory Gernat, 588 NE 28th Avenue, Okeechobee, Florida 34972.

ARTICLE SEVEN

The name of the incorporator of this corporation is Gregory Gernat, 588 NE 28th Avenue, Okeechobee, Florida 34972.

Said incorporator is over the age of eighteen (18) years, is sui juris, and is a citizen of the United States.

ARTICLE EIGHT

Two (2) directors shall constitute the initial Board of Directors of the corporation, but the By-Laws may provide for such increase or decrease in number thereof as is authorized by law.

The names and addresses of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Gregory Gernat	588 NE 28 th Avenue, Okeechobee, Florida 34972
Ethlyn Wofford	1800 SW 3 RD Avenue, Okeechobee, Florida 34974

ARTICLE NINE

Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation.

ARTICLE TEN

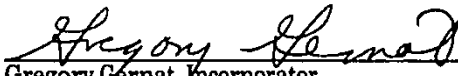
The names and addresses of the initial officers of the corporation are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Ethlyn Wofford	1800 SW 3 RD Avenue, Okeechobee, Florida 34974	President
Gregory Gernat	588 NE 28 th Avenue, Okeechobee, Florida 34972	Vice President
Gregory Gernat	588 NE 28 th Avenue, Okeechobee, Florida 34972	Treasurer
Gregory Gernat	588 NE 28 th Avenue, Okeechobee, Florida 34972	Secretary

ARTICLE ELEVEN

The effective date of this corporation shall be May 15, 1997.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation this 15th day of MAY, 1997.


Gregory Gernat, Incorporator

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

Before me, the undersigned authority, personally appeared Gregory Gernat, known to me to be the person described in and who subscribed the above and foregoing Articles of Incorporation and who acknowledged that he made and subscribed the same for the purposes and uses set forth therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the above-named county and state this 15 day of May, 1997.

Jeri Blaney
Signature of Notary

JERRI BLANEY
Printed Name of Notary

My Commission Expires:



JERRI BLANEY
My Commission CC542250
Expires Apr. 20, 2000

ACCEPTANCE OF RESIDENT AGENT

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for
UNIQUE TRAVEL TOURS, INC.

Gregory Gernat
Gregory Gernat, Registered Agent

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