

*A W Meates*  
 Home Requestor's Name  
*13756 S W 11th St.*  
 Address  
*Miami FL 33184 305 226-1538*  
 City/State/Zip Phone #

**P970000 47301**

CORPORATION NAME(S) DOCUMENT NUMBER(S) (if known):  
 1. *Professional Marketing Services, Inc.*  
 (Corporation Name) (Document #)

2. \_\_\_\_\_ (Corporation Name) (Document #)  
 3. \_\_\_\_\_ (Corporation Name) (Document #)  
 4. \_\_\_\_\_ (Corporation Name) (Document #)

- Walk in     Pick up time \_\_\_\_\_     Certified Copy  
 Mail out     Will wait     Photocopy     Certificate of Status

FILED  
 97 MAY 29 AM 10:39  
 SEC  
 TALL  
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

97 MAY 29 9 34

Examiner's Initials: \_\_\_\_\_

**ARTICLES OF INCORPORATION  
OF**

**FILED**  
97 MAY 29 AM 10:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I                      NAME**

The name of this corporation is;      **Professional Maritime Services, Inc.**

**ARTICLE II                      NATURE OF BUSINESS**

The general purpose for which this Corporation is organized is to engage in the business of providing services to the maritime industry and to do all things necessary and appropriate in the pursuance thereof. To transact any and all lawful business and to exercise all powers authorized by law to corporations in the State of Florida and elsewhere.

**ARTICLE III                      AUTHORIZED SHARES**

The Corporation shall be authorized to create and issue five thousand (5,000) shares of Common Stock having a par value of one dollar (\$ 1.00) per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

**ARTICLE IV                      TERM OF EXISTENCE**

The Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE V                      INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation in the State of Florida shall be: ~~13766 S.W. 11<sup>th</sup> Street, Miami, Florida 33184~~ <sup>8751 N.W. 99<sup>th</sup> Street, Medley, Florida 33184</sup>. The name of the initial registered agent of this Corporation at that address shall be; Arthur W. Moates.

**ARTICLE VI                      BOARD OF DIRECTORS**

The powers of the Corporation shall be executed 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, which shall have one (1) director initially. The number of directors may be increases or decreased by the shareholder(s) from time to time as provided in the by-laws of the Corporation.

**ARTICLE VII                      DIRECTOR(S) NAME AND STREET ADDRESS**

The name and street address of the first Board of Director(s) who shall hold office until their successor(s) have been duly elected or appointed and have qualified are as follows;

<u>NAME</u>	<u>STREET ADDRESS</u>
Arthur W. Moates	8751 N.W. 99 <sup>th</sup> Street Medley, Florida 33178

## ARTICLE VIII     INCORPORATOR

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

<u>NAME</u>	<u>STREET ADDRESS</u>
Arthur W. Moates	8751 N.W. 99 <sup>th</sup> Street    Medley, Florida 33178

## ARTICLE IX     SPECIAL PROVISIONS

The Corporation shall have all corporate powers permitted under the laws of the United States and of the State of Florida. The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and creating, dividing, limiting and regulating the power of the Corporation, its' stockholders and directors are adopted as part of these Articles of Incorporation;

1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in this Corporation.
2. The directors may prescribe a method or methods for replacement of lost certificates and prescribe reasonable security conditions upon issuance of new certificates for lost certificates.
3. The original incorporator shall have the right upon its' organization to assign and deliver the subscriptions of stock as set forth in Article VIII to any other person or to firms or corporations who become subscribers to the capital stock of the Corporation. Upon acceptance of such assignment, such assignees shall stand in lieu of the original incorporators and assume and carry out all rights, liabilities and duties entailed by said subscriptions, subject to the laws of the State of Florida and to execution of the necessary instruments of assignments.
4. In the absence of fraud, no contract or other transaction between the Corporation and any other corporation shall be affected or invalidated by the fact that one or more directors of the Corporation are interested in or are directors or officers of such other corporation. In the absence of fraud, no contract or other transaction of the Corporation with any person or person(s), firms or corporation shall be affected or invalidated by the fact that any director or directors of the Corporation is a party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or person(s), firm or corporation. Each person who becomes a director of the Corporation is relieved from any liability that otherwise might exist from contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may otherwise be interested in the absence of fraud. Any director of the Corporation may vote upon any contract or other transaction between the Corporation and any subsidiary or controlled company.
5. The Corporation shall indemnify any and all of its' present and past directors and officers and any person who may have served at its' request as a director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor against expenses actually and necessarily incurred by them in connection with any defense of any action, suit or proceeding in which they or any of them has been made parties or a party by reason of having been directors or officers or a director or officer of the Corporation or of such other corporation, except in relation to matters as to which any such present or past director or officer or person shall be adjudged in such action, suit or proceeding, to be liable for

By-laws, agreement, vote of stockholders or otherwise. Such right of indemnification however, shall not extend to or include indemnification for liabilities arising under the Securities Act of 1933 as amended.

- 6. By affirmative vote of a majority of the directors then in office and irrespective of any personal interest of any of its' members, the Board of Directors shall have authority to establish reasonable compensation of all directors for services to the Corporation as directors, officers and otherwise. In addition to the authority to establish salaries, the authority vested in the Board of Directors by this paragraph V I, shall include the authority to establish the payment of bonuses, stock options, pensions and profit sharing plans.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28th day of MAY 1997.

*Arthur W. Moates*  
Incorporator

STATE OF FLORIDA)  
:ss,  
COUNTY OF DADE )

Before me personally appeared Arthur W. Moates, to me well known to be the person described in and who executed the foregoing Articles of Incorporation and who freely and voluntarily acknowledged before me according to law that he made and executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 28th day of MAY 1997

*Araceli Matus - Silva*  
Notary Public, State of Florida  
At large



My commission expires: 10 26 00

COUNTY OF DADE }  
STATE OF FLORIDA } ss.

176721

I, HARVEY RUVIN, Clerk of the Circuit Court of the Eleventh Judicial Circuit in and for the County of Dade, and State of Florida, the same being a Court of Record of the aforesaid County and State, having by law a seal, DO HEREBY CERTIFY that Araceli Matus - Silva by whom the foregoing acknowledgment or proof was taken, and whose name is subscribed thereto, was at the time of taking the same, a Notary Public residing in said County, duly commissioned and sworn and authorized by the laws of said State, to take the acknowledgment or proof of deeds and other instruments in writing to be recorded in said State, and to administer oaths or affirmations in said County. I have compared the signature of such Notary Public with a specimen of her signature on file in my office and I verily believe that the signature to the foregoing original Certificate is genuine. I FURTHER CERTIFY that I have compared the impression or rubber stamp of the seal affixed thereto with a specimen impression or rubber stamp of the seal of my office, and I verily believe the impression of such seal upon the original Certificate to be genuine.

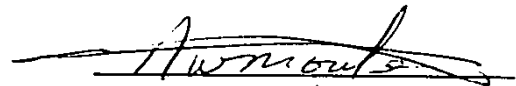


MAY 28 1997

FILED  
97 MAY 29 AM 10:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**DESIGNATION AND ACCEPTANCE  
OF  
REGISTERED AGENT**

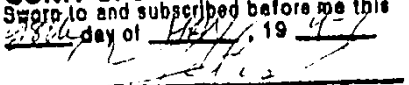
In pursuance of Section 48.091 and Chapter 607, Florida Statutes, Professional Maritime Services, Inc., having filed its' Article of Incorporation contemporaneously herewith, with its' registered office as indicated therein at 8751 N.W. 99<sup>th</sup> Street Medley, Florida 33178 has named **Arthur W. Moates**, located thereat as its' registered agent to accept service of process within this state. Principal address is same as registered.

  
Incorporator

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



Registered Agent

STATE OF FLORIDA )  
                          ) ss.  
COUNTY OF DADE )  
Sworn to and subscribed before me this  
28th day of May, 1997  
  
(Signature of Notary Public - State of Florida)  
**ARACELI MATUS - SILVA**  
(Print or Type Commissioned Name of Notary Public)  
Personally Known  OR Produced Identification   
Type of ID Produced Passport

 **ARACELI MATUS - SILVA**  
Notary Public - State of Florida  
My Commission Expires Oct 26, 2000  
Commission # CC576335

COUNTY OF DADE }  
STATE OF FLORIDA } ss.

176722

I, HARVEY RUVIN, Clerk of the Circuit Court of the Eleventh Judicial Circuit in and for the County of Dade, and State of Florida, the same being a Court of Record of the aforesaid County and State, having by law a seal, DO HEREBY CERTIFY that Araceli Matus - Silva

by, whom the foregoing acknowledgment or proof was taken, and whose name is subscribed thereto, was at the time of taking the same, a Notary Public residing in said County, duly commissioned and sworn and authorized by the laws of said State, to take the acknowledgment or proof of deeds and other instruments in writing to be recorded in said State, and to administer oaths or

affirmations in said County. I have compared the signature of such Notary Public with a specimen of her signature signature on file in my office, and I verily believe that the signature to the foregoing original Certificate is genuine.

I FURTHER CERTIFY that I have compared the impression or rubber stamp of the seal affixed thereto with a specimen impression or rubber stamp on file in my office, and I verily believe the impression of such seal upon the original Certificate to be genuine.



PA 7000047302  
TRANSMITTAL LETTER

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

200002192112--5  
-05/27/97--01138--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**SUBJECT:** TICKET TO TRAVEL INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Edward J. Alizieri  
Name (Printed or typed)  
1713 Manatee Avenue West  
Address  
Bradenton, Fl. 34205  
City, State & Zip  
941-748-4971  
Daytime Telephone number

FILED  
SECRETARY OF STATE  
FLORIDA

**NOTE: Please provide the original and one copy of the articles.**

gfg/29/97

FILED  
SECRETARY OF STATE

## ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

### ARTICLE I NAME

The name of the corporation shall be:

TICKET TO TRAVEL INC.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1713 Manatee Avenue West  
Bradenton, Fl. 34205

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

William Kaklis  
KAKLIS, REED, VENABLE & WITT  
1400 4th Avenue West, Bradenton, Fl. 34205

### ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Edward J. Alizieri  
6909 22nd Avenue West  
Bradenton, Fl 34209

  
\_\_\_\_\_  
Signature/Incorporator

22 May 1997

\_\_\_\_\_  
Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

  
\_\_\_\_\_  
Signature/Registered Agent

5/23/97  
\_\_\_\_\_  
Date