

P97000056207

38876 U.S. 19 No
Tarpon Springs, FL 34689
(813) 939-0777

June 24, 1997

Secretary of State
Division of Corporations
State of Florida
409 E. Gaines Street
Tallahassee, FL 32399

Greetings:

Enclosed please find two corporations to be filed. Both consist of an original and copy.
Please file and return the copy stamped and dated. Enclosed is \$140.00 to cover such
costs. Thank you in advance for your help. I remain,

Sincerely


Farrell Gordon

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-06/25/97-01059-002
***140.00 ***70.00

FILED
97 JUN 25 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



**ARTICLES OF INCORPORATION
OF
GLOBAL CASINO CRUISES, INC.**

FILED
17 JUN 25 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is **GLOBAL CASINO CRUISES, INC.**, and its principal place of business shall be located at 38876 U.S. Highway 19 N., Tarpon Springs, 34689.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred Thousand (100,000) shares of common stock at Two Dollars and Fifty Cents (\$2.50) par value, which shall be designed as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office address of this corporation is 38876 U.S. Highway 19 N., Tarpon Springs, Florida 34689, and the name of the initial registered agent of this corporation at that address is **DANIEL MARIGNONI**.

ARTICLE VII - DIRECTORS

Initially, this corporation shall have two (2) Directors who shall serve until their successor shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than two (2) Directors constituting the initial Board of

Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial Directors are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|-------------------------|---|
| DANIEL MARIGNONI | 38876 U.S. Highway 19 N. Tarpon Springs, Florida 34689 |
| LINDA J. BERGY | 38876 U.S. Highway 19 N. Tarpon Springs, Florida 34689 |

ARTICLE VIII - OFFICERS

The initial officers of the corporation shall be elected at the first meeting of the directors and shall serve until their successors shall be elected or appointed.

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

| <u>NAME</u> | <u>ADDRESS</u> |
|-------------------------|---|
| DANIEL MARIGNONI | 38876 U.S. Highway 19 N. Tarpon Springs, Florida 34689 |

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No Officer or Director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that Officer or Director breached or failed to perform his duties as an Officer or Director as provided 607.0831, Florida Statutes (1990).

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the date of signing.

Dated: June 24, 1997

By: Daniel W. Marignoni
DANIEL MARIGNONI, Incorporator

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that **GLOBAL CASINO CRUISES, INC.** desiring to organize or qualify under the laws of the State of Florida, has named **DANIEL MARIGNONI** at 38876 U.S. Highway 19 N., Tarpon Springs, Florida 34689, as its agent to accept service of process within Florida.

Dated: June 24, 1997

By: Daniel W. Marignoni
DANIEL MARIGNONI, Registered Agent

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

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 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.

Dated: June 24, 1997

By: Daniel W. Marignoni
DANIEL MARIGNONI, Registered Agent

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