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

500002230255---07/03/97--01095--002 ****131.25 *****131.2

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

\$131.25 Filing Fee, Certified Copy & Certificate

ADDITIONAL COPY REQUIRED

Name (Printed or typed)

561 - 451 - 2003 Daytime Telephone number

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



ARTICLE I

The name of the corporation is CRUISE AWAY TRAVEL, INC. The street address of the initial registered office of the corporation is 8201 VIA BELLA, BOCA RATON, FLORIDA, 33496. The mailing address of the initial principal office of the corporation is 8201 VIA BELLA, BOCA RATON, FLORIDA 33496.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States of America and of the state of Florida.

ARTICLE III

The total number of shares of capital stock authorized is ONE THOUSAND (1,000), which shares shall have a par value of ONE DOLLAR (\$1.00) per share. Such stock shall be issued under the provisions of Section 1244 of the Internal Revenue Code.

Such stock may be issued by the corporation from time to time for such consideration as may be fixed from time to time by the Board of Directors, but at not less than par value.

ARTICLE IV

The incorporator of the corporation is KIRK ANTHONY MASON, 8201 VIA BELLA, BOCA RATON, FLORIDA, 33496.

ARTICLE V

The initial directors of the corporation are:

KIRK ANTHONY MASON, 8201 VIA BELLA, BOCA RATON, FLORIDA, 33496. JOANNA CHEW, 7480 SW 107TH AVENUE, APT #4207, MIAMI, FLORIDA 33173.

ARTICLE VI

The initial shares of capital stock of the corporation will be distributed as follows:

KIRK ANTHONY MASON JOANNA CHEW

FIVE HUNDRED SHARES (500) FIVE HUNDRED SHARES (500)

Cruise Away Travel, Inc.

ARTICLES OF INCORPORATION

ARTICLE VII

The following shall constitute the first officers of this corporation:

President

KIRK ANTHONY MASON, 8201 VIA BELLA, BOCA RATON, FLORIDA, 33496.

Chief Financial Officer

JOANNA CHEW, 7480 SW 107TH AVENUE, APT #4207, MIAMI, FLORIDA 33173.

Vice President of Sales and Marketing

VANESSA SACCONE, 8201 VIA BELLA, BOCA RATON, FLORIDA, 33496

ARTICLE VIII

This corporation shall have perpetual existence.

ARTICLE IX

The initial registered agent of the corporation is KIRK ANTHONY MASON at the street address of 8201 VIA BELLA, BOCA RATON, FLORIDA, 33496.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the Laws of the State of Florida, this 23RD day of JUNE, 1997.

Kirk Affiliony Mason

ACKNOWLEDGMENT OF DESIGNATED AGENT

Having been named to accept service of process for the above named corporation at the place designated in this certificate, I hereby accept to act in this capacity.

rk Anthony Mason