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SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUL 15 AM 9:34

COVER LETTER FOR FILING ARTICLES

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

Expedited/ Dept. of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

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RE: American Tour School, Inc.

400002238264--8
-07/15/97--01050--002
****140.00 *****70.00

Dear Secretary of State:

Enclosed is an original and a copy of the proposed Articles of Incorporation of the above listed corporation(s). Please file the original Articles and fax a copy of the filed articles to (314) 664-2442. You may call me at (314) 664-2777 with any problems or questions.

Please return the copies in the enclosed envelope to:

U.S. CORPORATIONS, INC.
ATTN: KELLY
1380 SOUTH KINGS HIGHWAY
ST. LOUIS, MO 63110

Sincerely,

Steven Chase
Incorporator
U.S. Corporations, Inc.

ep
7-16-97

*Secretary of State
Corporations Division
State of Florida*

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ARTICLES OF INCORPORATION

OF

American Tour School, Inc.

The undersigned natural person(s) of the age of eighteen years or more for the purpose of forming a corporation pursuant to section 607.0202, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE ONE: The name of the corporation is :

American Tour School, Inc.

ARTICLE TWO: The address of the corporation's initial registered office in this state is:

3655 Mustang Way
Casselberry, FL 32707

The initial agent at such address is **David L Forbes, III**.

ARTICLE THREE: The aggregate number of shares of common capital stock which the corporation has authority to issue is 5,000 having no par value.

No preferences, qualifications, limitations, or restrictions in respect to the shares shall be set.

ARTICLE FOUR: The preemptive right of a shareholder to acquire additional shares shall not be limited or denied.

ARTICLE FIVE: The name and place of residence of the incorporator is as follows:

Steven P. Chase
7536 Forsyth
Suite 178
Clayton, MO 63105

ARTICLE SIX: The number of directors to constitute the board of directors is two.

The names and address of the persons who are to serve as members of the initial Board of Directors of the corporation are as follows:

David L Forbes, III
3655 Mustang Way
Casselberry, FL 32707

Mary Carolyn Redd
3655 Mustang Way
Casselberry, FL 29401

ARTICLE SEVEN: The duration of the corporation is perpetual.

ARTICLE EIGHT: The general purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Florida, other than the banking business, the trust company business, or the practice of a profession permitted to be incorporated by the State of Florida.

ARTICLE NINE: The address of the business office or headquarters is:

3655 Mustang Way
Casselberry, FL 32707

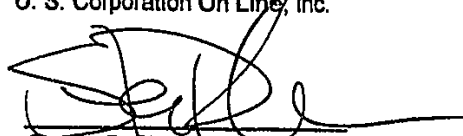
The mailing address is the same as above.

ARTICLE TEN: The corporation will commence business upon the file date assigned by the Secretary of States office.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed this 7/7/97.

Incorporator: Steven P. Chase/Director
U. S. Corporation On Line, Inc.

Signature:



Steven P. Chase-Incorporator

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE RESTORED OFFICE/REGISTERED AGENT, IN THE STATE
OF FLORIDA.

1. The name of the corporation is: American Tour School, Inc.

2.. The name and address of the registered agent and office is:

David L Forbes, III
3655 Mustang Way
Casselberry, FL 32707

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.

X David L Forbes, III 7/10/97
Date

DIVISION OF CORPORATIONS, PO BOX 8327, TALLAHASSEE, FL 32314