

P97000077184

DONALD S. HILLSBERG, P.A.

Attorney at Law
4300 N. UNIVERSITY DRIVE
SUITE C-102
LAUDERHILL, FL 33351
(954) 572-4224 • FAX (954) 572-4225

100002284121--0
-09/01/97--01037--014
****122.50 ****122.50

September 2, 1997

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

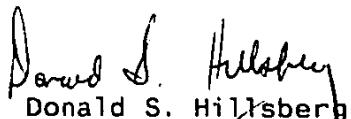
Re: Incorporation of Laughing Eagle Adventures, Inc.

To Whom it May Concern:

Enclosed find our check for \$122.50 and the Original Articles of Incorporation along with a copy of the same. Please process the same and return a certified copy to this office.

Thank you for your cooperation.

Very truly yours,


Donald S. Hillsberg

DSH/crl

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP -4 PM 4:44

9-5-97
MS

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this Corporation is LAUGHING EAGLE ADVENTURES INC., whose principal place of business is located at 406 N. State Road 21, Hawthorne, FL 32640.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "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 of this corporation is 4300 N. University Drive, Suite C-102, Lauderhill, FL 33351 and the name of the initial registered agent of this corporation is DONALD S. HILLSBERG.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have 2 Director(s) 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(s) and address(es) of the initial Board of Directors of this corporation is (are):

NAME

ADDRESS

Cathy Sara Miller

Cathy Sara Miller president

406 N. State Road 21
Hawthorne, FL 32640

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP -4 PM 4:46

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

NAME	ADDRESS
Cathy Sara Miller <i>Cathy Sara Miller president</i>	406 N. State Road 21 Hawthorne, FL 32640
Kirsten Engstrom <i>Kirsten Engstrom Vice President & Secretary 8/28/97</i>	406 N. State Road 21 Hawthorne, FL 32640

ARTICLE IX - INDEMNIFICATION

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, any any right conferred upon the shareholders is subject to this reservation.

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

Cathy S. Miller president

Subscriber
Kirsten Engstrom vice president

Subscriber

Subscriber

Subscriber

STATE OF FLORIDA
COUNTY OF

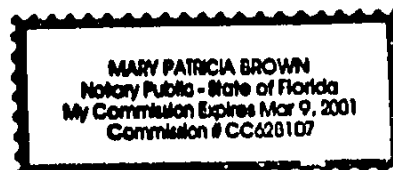
Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Cath Sara Miller and Kirsten Engstrom known to be and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 28 day of August, 1997.

Mary Patricia Brown

Notary Public

My Commisison Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - THAT LAUGHING EAGLE ADVENTURES, INC.
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF HAWTHORNE, STATE OF FLORIDA, HAS NAMED DONALD S. HILLSBERG LOCATED AT 4300 N. UNIVERSITY DRIVE, SUITE C-102, STATE OF FLORIDA, CITY OF LAUDERHILL, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE Cathy S. Miller president
(Corporate Officer)
TITLE President
DATE 8/28/97

HAVING BEEN NAMED 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, AND I FURTHER AGREE TO COMPLY PERFORMANCE OF MY DUTIES.

SIGNATURE Donald S. Hillsberg
(Resident Agent)
DATE 9/2/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP -4 PM 4:44