

P97000080984

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. SR TRAVEL, Inc. 000002293760--1
(Corporation Name) (Document #) -09/16/97--01001--008
*****78.75 *****78.75

2. _____
(Corporation Name) (Document #)

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(Corporation Name) (Document #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
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<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

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

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DIVISION OF CORPORATION

W97-21256
9/19

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 15, 1997

KOWALCHYK
1331 EAST LAFAYETTE ST
SUITE F
TALLAHASSEE, FL 32301

SUBJECT: R&S ENTERPRISES, INC.
Ref. Number: W97000021256

We have received your document for R&S ENTERPRISES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole — 487-6934
Corporate Specialist

Letter Number: 197A00045796

**Articles of Incorporation
OF
S&R Travel, Inc.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby execute this document for the purpose of creating a corporation under the laws of the State of Florida. It is the intention of the Incorporators that this corporation shall qualify for and operate as a Subchapter S corporation under the Internal Revenue Code of 1957, as amended.

ARTICLE I

The name of this corporation is S&R Travel, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation are 3521 Gardenvue Way, Tallahassee, Florida 32308, but it shall have the power to transact business in any other place or places both within and without the State of Florida and throughout the world. The annual meeting of the stockholders shall be held at the place designated by the Board of Directors.

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 2500, with a par value of \$1.00. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV

The name and address of the initial registered agent are Dean C. Kowalchuk, 1331 East Lafayette Street, Suite F, Tallahassee, Florida 32301.

ARTICLE V

The names and street addresses of the incorporators of these articles of incorporation are:

Sharon L. Nichols
3521 Gardenview Way
Tallahassee, Florida 32308

B. Rodney Nichols
3521 Gardenview Way
Tallahassee, Florida 32308

ARTICLE VI

The general nature of the business to be transacted and carried on by this corporation and its objects and purposes are to operate a travel agency, but it may conduct any and all lawful business, and it shall have all the powers conferred by the laws of the State of Florida upon business corporations as fully and to the same extent as natural persons might or could do in all parts of the world.

ARTICLE VII

The corporation shall have perpetual existence, unless sooner voluntarily dissolved according to law.

ARTICLE VIII

The number of directors of this corporation shall not be less than one (1), or more than five (5), none of whom need be stockholders of the corporation, said number to be fixed from time to time by resolution of the stockholders of this corporation at their annual meeting prior to the election of directors, or at any special meeting of the shareholders called for such purpose. They shall be elected by a majority of the stockholders present and participating at the annual meetings of the corporation to

be held as prescribed by the by-laws and shall hold office after their election until their respective successors are duly elected and qualified.

The original by-laws of this corporation, if any, shall be made, prepared and adopted by the Board of Directors of the corporation by a majority vote thereof. Thereafter the said by-laws may be amended by the Board of Directors at any regular meeting of said Board of Directors or at any special meeting for which said meeting is called by a majority of the directors present. The Board of Directors shall also have the power from time to time to direct and determine the use and disposition of any net profit or earned surplus of the corporation (in excess of the capital stock paid in); and the corporation may, by and through its Board of Directors, purchase, sell and trade in the bonds or other obligations of this corporation or in the shares of its capital stock; but if shares of the corporation's capital stock have been purchased and subsequently there is a reduction in the manner provided by law of the corporation's capital stock, then, to the extent that such shares are not reissued at the time of the reduction, they shall be deemed retired in an amount not exceeding the amount of the reduction and shall not be reissued, except as provided by law.

The Board of Directors shall elect officers of this corporation, who shall consist of the President, who shall be a director, and a Secretary and Treasurer, and such other further officers as may be provided by resolution of the Board of Directors. None of these officers are required to be a stockholder of the corporation. All officers, unless elected to fill a vacancy, shall hold office after their election until their respective successors are duly elected and qualified, unless it is provided by the by-laws that they shall hold office at the pleasure of the Board of Directors. The duties of all officers

elected by the Board of Directors shall be prescribed by the by-laws or resolution of the Board of Directors.

No contract or other transaction between the corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the directors of this corporation is, or are, interested in, or is, a director or officer, or are directors or officers, of such other corporation and may be a party or parties to, or may be interested in, any contract or transaction of this corporation or in which the corporation is interested; and no contract, act or transaction of this corporation with any person or persons, firms or corporations shall be affected or invalidated by the fact that any director, or directors, of this corporation is a party, or are parties, to, or interested in, such contract, act or transaction of the corporation or in which the corporation is interested; and no contract, act or transaction of this corporation with any person or persons, firms or corporations shall be affected or invalidated by the fact that any director, or directors, of this 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 persons, firms or associations, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist, from contracting with the corporation for the benefit of himself or the firm or corporation to which he may be otherwise indebted. The Directors or Officers shall not be personally liable for any corporation decisions made in their capacity as Officers and Directors in the normal course of business. The liability of the Directors and Officers of this corporation for monetary damages shall be limited pursuant to 607.0831, Florida Statutes.

ARTICLE IX

The name and post office address of the Directors and Officers who shall serve as the first Directors of the Board of Directors of the corporation and Officers of the Corporation, and who shall hold office until successor(s) are elected or appointed and have qualified, is as follows:

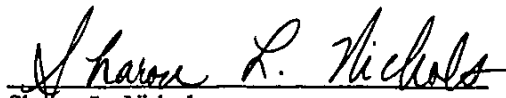
Sharon L. Nichols, President
3521 Gardenview Way
Tallahassee, Florida 32308


B. Rodney Nichols, Secretary/Treasurer
3521 Gardenview Way
Tallahassee, Florida 32308

ARTICLE XI

The amount of capital with which the corporation shall begin business is One Hundred Dollars (\$100.00).

IN WITNESS WHEREOF, I, the undersigned subscribers, above-named as the incorporators of S&R ^{TRAVEL} Enterprises, Inc., have hereunto set my hand and seal this 15th day of September, 1997.


Sharon L. Nichols
3521 Gardenview Way
Tallahassee, Florida 32308


B. Rodney Nichols
3521 Gardenview Way
Tallahassee, Florida 32308

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me by Sharon L. Nichols, who is personally known to me or who produced the form of identification listed below, who did take an oath, and is known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that she executed said document for the purposes therein expressed.

WITNESS my hand and official seal, this ^{18th} 15th day of September, 1997.

Produced:
N242-792-46-943-0

Brenda L. Parrish

Name: BRENDA L. PARRISH
NOTARY PUBLIC
Form of ID: Personally Known
My Commission Expires:



BRENDA L. PARRISH
MY COMMISSION # CC459399 EXPIRE:
May 4, 1999
BONDED THRU TROY FAIR INSURANCE, INC

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me by B. Rodney Nichols, who is personally known to me or who produced the form of identification listed below, who did take an oath, and is known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said document for the purposes therein expressed.

WITNESS my hand and official seal, this ^{18th} 15th day of September, 1997.

Produced:
N242-076-41-268-0

Brenda L. Parrish

Name: BRENDA L. PARRISH
NOTARY PUBLIC
Form of ID: Personally Known
My Commission Expires:



BRENDA L. PARRISH
MY COMMISSION # CC459399 EXPIRE:
May 4, 1999
BONDED THRU TROY FAIR INSURANCE, INC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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