



THE UNITED STATES
CORPORATION
COMPANY

P97000089878

ACCOUNT NO. : 072100000032

REFERENCE : 570318-7138181

AUTHORIZATION : Patricia Piquito

COST LIMIT : \$ 122.50

ORDER DATE : October 20, 1997

ORDER TIME : 10:17 AM

ORDER NO. : 570318-005

CUSTOMER NO: 7138181

400002323344--3

CUSTOMER: Ms. Sandy Sherrod
PARAGON TOURS AND TRAVEL, INC.

Suite 176
2457a S. Hiawassee
Orlando, FL 32835

DOMESTIC FILING

NAME: PARAGON TOURS AND TRAVEL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS: _____

TALLAHASSEE, FLORIDA
97 OCT 20 AM 11:22
97 OCT 20 AM 10:39
FILED
CORPORATION

SN OCT 20 1997.

FILED

ARTICLES OF INCORPORATION
of
PARAGON TOURS AND TRAVEL, INC.

97 OCT 20 AM 11:22

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The undersigned, acting as the Incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the Corporation is PARAGON TOURS AND TRAVEL, INC.

ARTICLE TWO

The duration of the Corporation is perpetual.

ARTICLE THREE

The purposes for which this Corporation is to be formed are to establish and carry on business as permitted under the laws of the United States and Florida.

ARTICLE FOUR

The aggregate number of shares of common stock which the Corporation shall have authority to issue is 10,000 (Ten Thousand) shares which shall be common stock having a no par value. Each share shall have one vote on all business affairs of the Corporation, as designated in the By-Laws.

ARTICLE FIVE

REGISTERED OFFICE OF THE CORPORATION

The principal office of the Corporation shall be:

4651 36th Street, Suite 400
Orlando, FL 32811

ARTICLE SIX

REGISTERED AGENT OF THE CORPORATION

The registered agent of the Corporation shall be:

Sandy Sherrod
2457A S. Hiawassee Rd. Suite 176
Orlando, FL 32835

ARTICLE SEVEN
BY-LAWS

The Board of Directors or their designees shall enact a set of By-Laws in which to govern the business affairs of the Corporation within three (3) months of the first Directors coming to office. Once ratified by a majority of all shareholders any change or amendment will require a majority vote of the voting share holders attending the annual or special meeting called for this purpose.

ARTICLE EIGHT
INCORPORATOR

Name and address of the incorporator of these Articles of Incorporation is Sandy Sherrod, 2457A S. Hiawasse Rd. Suite 176, Orlando, FL 32835.

IN WITNESS, where the ARTICLES OF INCORPORATION have been executed this 17th day of October, 1997.


Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, submits the following statement in designating the registered agent and registered office, in the State of Florida:

1. The name of the Corporation is: Paragon Tours and Travel, Inc.
2. The name and address of the registered agent and registered office is:

Sandy Sherrod
2457A S. Hiawassee Rd, Suite 176
Orlando, FL 32835

Having been named registered agent and to accept service of process for the above stated corporation at the place designated in the 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.

Sandy Sherrod
Signature

10/17/97
Date

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 17 day of October, 1997, by Sandy Sherrod, who has produced a Florida Driver's License as identification and who did not take an oath.

WITNESS my hand and official seal on the County and State last aforesaid this 17 day of October, 1997.

Charlene Hotaling
Name:
NOTARY PUBLIC, State of Florida
My Commission Expires: 2001



Charlene Hotaling
My Commission CC025465
Expires March 02, 2001