



THE UNITED STATES
CORPORATION
COMPANY

P97000188788

ACCOUNT NO. : 072100000032

REFERENCE : 652595 84505A

AUTHORIZATION :

COST LIMIT :

Patricia P. P. P.

ORDER DATE : December 30, 1997

ORDER TIME : 10:39 AM

ORDER NO. : 652595-005

CUSTOMER NO: 84505A

CUSTOMER: Mr. Michael Germino
INTEGRATED ACCOUNTING & TAX
SERVICES, INC.
927 East Klosterman Road

300002385933--0

Tarpon Springs, FL 34689

DOMESTIC FILING

NAME: SUNCOAST PANORAMA TRAVEL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 30 PM 9:57

RECEIVED
97 DEC 30 AM 11:25
TALMADGE

26-28-2-
WS

ARTICLES OF INCORPORATION
OF
SUNCOAST PANORAMA TRAVEL, INC.

Article I - NAME

The name of the corporation is SUNCOAST PANORAMA TRAVEL, INC.

Article II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

Article III - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

SUNCOAST PANORAMA TRAVEL, INC.
917 EAST KLOSTERMAN ROAD
TARPON SPRINGS, FL 34689

The name and street address of the Initial Registered Agent of this Corporation is:

MICHAEL GERMINO
921 EAST KLOSTERMAN ROAD
TARPON SPRINGS, FL 34689

Article IV - PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the applicable laws of the State of Florida, the United States, or any other county, state, territory or nation.

Article V - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is FIVE HUNDRED SHARES (500) shares of common stock having \$1.00 PAR VALUE.

FILED STATE
SECRETARY OF CORPORATIONS
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Article VI - LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

Article VII - OFFICERS AND DIRECTORS

This corporation shall have ONE director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1).

The names and addresses of the initial director(s) are:

ROBERT W. WILSON
PRESIDENT, VICE PRESIDENT
TREASURER, SECRETARY
917 EAST KLOSTERMAN ROAD
TARPON SPRINGS, FL 34689

Article VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

Article IX - POWERS

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

Article X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

Article XI - INCORPORATOR

The name and address of the incorporator(s) signing these articles of Incorporation are:

ROBERT W. WILSON
PRESIDENT, VICE PRESIDENT
SECRETARY, TREASURER
TARPON SPRINGS, FL 34689

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation on this _____ day of _____, 19 ____.

INCORPORATORS:

By: Robert W. Wilson
ROBERT W. WILSON

STATE OF Florida
COUNTY OF Pinellas

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared known to me personally identified by a Florida Driver License # _____ executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I hereunto affixed my hand and seal, in the State and County aforesaid, this 17th day of December, 19 97.

Joan Santelli



Joan Santelli
My Commission #CC464363
Expires May 16, 1999

Notary Public for the
State of Florida
My commission expires:

**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT**

**Certificate of Registered Agent
of**

SUNCOAST PANORAMA, TRAVEL, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

921 EAST KLOSTERMAN ROAD
TARPON SPRINGS, FL 34689

has named **Michael Germino** located at the aforesaid address, as its **Registered Agent** to accept service of process within the state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of the position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Michael Germino
Registered Agent

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