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660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

CruiseSmart International, Inc.

☒ Profit Articles
☐ NonProfit
☐ Limited Liability Co.
☐ Foreign
☐ Amendment
☐ Dissolution/Withdrawal
☐ Mark

☐ Limited Partnership
☐ Reinstatement
☐ Annual Report
☐ Reservation
☐ Other
☐ Change of S.A.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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98 JAN -6 AM 11:12
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF
CRUISESMART INTERNATIONAL, INC.**

**A CORPORATION ORGANIZED UNDER THE
FLORIDA BUSINESS CORPORATION ACT**

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TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation shall be:

CruiseSmart International, Inc. (the "Corporation").

**ARTICLE II
PRINCIPLE OFFICE**

The principle place of business and mailing address of the Corporation shall be:

c/o Nabeel Esfahani
2 South University Drive
Suite 245
Plantation, Florida 33324

**ARTICLE III
SHARES**

The number of shares of stock that the Corporation is authorized to have outstanding at any one time is:

Ten Thousand (10,000) Shares

**ARTICLE IV
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

Thomas F. Munro, Esq.
Foley & Lardner
777 South Flager Drive, Suite 200
East Tower
West Palm Beach, Florida 33401

**ARTICLE V
INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

Mary W. Chamberlain
3000 K Street, N.W. Suite 500
Washington, D.C. 20007-5109

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 31st day of December, 1997.



Mary W. Chamberlain
Incorporator

Mary W. Chamberlain
FOLEY & LARDNER
3000 K Street, N.W.
Suite 500
Washington, D.C. 20007-5109

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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

1. The name of the corporation is:

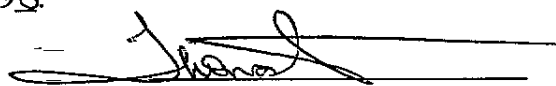
CruiseSmart International, Inc.

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

Thomas F. Munro II, Esq.
Foley & Lardner
777 South Flagler Drive, Suite 200
East Tower
West Palm Beach, Florida 33401

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 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.

Dated this 2 of January, 1998.


Thomas F. Munro II

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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TALLAHASSEE, FLORIDA