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FLORIDA DIVISION OF CORPORATIONS

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CONTACT: AL CLARK
PHONE: (813) 393-1766
(813) 528-7222

FAX #:

NAME: CRUISE FAN-ATICS INC.

AUDIT NUMBER.....H98000000392

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be

CRUISE FAN-ATICS INC.

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ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

125 5TH AVENUE N.E.
#120
ST.PETERSBURG, FL. 33701

ARTICLE III SHARES

The number(s) of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 SHARES
NO PAR

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:
prepared by:

Name: CHRIS PICCIURRO
Address: 125 5TH AVE. N. E. #120
ST. PETERSBURG, FL. 33701
PHONE # 813-894-8256

CHRIS PICCIURRO
125 5TH AVE. N. E. #120
ST. PETERSBURG, FL.33701

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ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

CHRIS PICCIURRO
125 5TH AVE. N. E. #120
ST. PETERSBURG, FL. 33701

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this

7. day of JANUARY, 1998.

(An additional article must be added if an effective date is requested.)

x Christopher Picciurro
Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, 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: _____

CRUISE FAN-ATICS INC.

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

CHRIS PICCIURRO.
(Name)

125 5TH AVENUE N. E. #120
(P.O. Box not acceptable)

ST.PETERSBURG, FL. 33701
(City/State/Zip)

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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 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.

Christopher Picciurro DATE 1/7/98
(Signature)

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

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