

P98000014563

January 28, 1998

Attention Karen Gibson
Corporate Records Bureau
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

500002430875--6
-02/16/98-01008--007
****122.50 ****122.50

Re: Paula's Travel Service, Inc.

To whom it may concern:

Enclosed herewith please find two copies of the Articles of Incorporation for the above Corporation for filing with your office. Should there be any corrections regarding this issue please contact Joseph C. Dominguez, Esquire at 813-258-0293.

Also enclosed is our check in the sum of \$122.50 to cover filing fees, etc.

Very truly yours,

Paula Mitzel
President

Paula Mitzel
4951 Bay Way Dr.
Tampa, FL 33629

enclosures

FILED
98 FEB 13 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

New Project
OK
2-13

ARTICLES OF INCORPORATION

OF

PAULA'S TRAVEL SERVICE, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the Laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be:

PAULA'S TRAVEL SERVICE, INC.

The principal place of business of this Corporation shall be:

4951 BAY WAY DRIVE, TAMPA, FLORIDA 33629

ARTICLE II. NATURE OF BUSINESS

This Corporation may engage in, or transact, any or all lawful activities or business permitted under the Laws of the United States, the State of Florida, or any other State, Country, Territory or Nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$.01 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation shall be: **4951 Bay Way Drive, Tampa, Florida, 33629**, and the name of the initial Registered Agent of the Corporation at that address is: **Paula Mitzel, President**

FILED
98 FEB 13 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII. SECTION 1244 PROVISION

The stock of this Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VII. SUB-CHAPTER S PROVISION

It is the intent of the incorporators that the Corporation will file as a Sub-Chapter S Corporation.

ARTICLE IX. DIRECTORS

This Corporation shall have one director initially. The names and street addresses of the initial members of the Board of Directors are:

Director

Address

Paula Mitzel

4951 Bay Way Drive
Tampa, FL 33629

ARTICLE X. OFFICERS

The names and addresses of the initial officers of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed, are:

Officer

Address

Paula Mitzel

4951 Bay Way Drive
Tampa, FL 33629

ARTICLE XI. SUBSCRIBER

The name and street address of the subscribers to these Articles of Incorporation are:

Name

Address

Shares of Common
Stock Issued

Paula Mitzel

4951 Bay Way Drive
Tampa, FL 33629

1,000

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals on this
the 10th day of February, 1997.

BY:

Paula Mitzel
Paula Mitzel, President

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for
said Corporation.

BY:

Paula Mitzel
Paula Mitzel
Registered Agent

STATE OF FLORIDA
COUNTRY OF HILLSBOROUGH

The foregoing instrument was subscribed to before me on this the 10th day of February,
1998, by Paula Mitzel, who is personally known to me.

Sheila Vakili
NOTARY PUBLIC

COMMISSION NO. CC549708

SHEILA VAKILI
(Name of Notary typed, printed)

My commission expires:

4/28/00

