

P980000034171

**Angel Cruises & Tours, Inc.**  
*A Travel Service Organization*

9810 Northwest Tenth Court, Planation, Florida 33322  
Ph. 954.472.7396 Fx. 954.424.0353

7000002486317--0  
-04/13/98--01047--015  
\*\*\*\*122.50 \*\*\*\*122.50

**RECEIVED DATE**  
4-24-98

April 9, 1998

State of Florida  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Via Priority Mail

RE: CORPORATE REGISTRATION

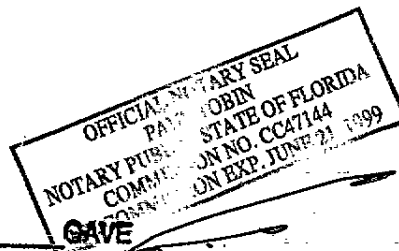
To Whom It May Concern:

Enclosed please find two (2) copies of the Articles of Incorporation of this firm.  
Also enclosed please find a check for \$122.50 to cover the cost of registration  
and an original certificate.

Thank you for your attention to this matter.

Best regards,  
Angel Cruises & Tours, Inc.

*Lynn H. Schweitzer*  
Lynn H. Schweitzer  
Incorporator



AUTHORIZATION BY PHONE TO  
CORRECT prin. address  
DATE 4/15/98  
DOC. EXAM mc

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 APR 13 AM 9:25

FILED

mc 4/15/98

**EFFECTIVE DATE**

4-24-98

**FILED**

98 APR 13 AM 9:25

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
Angel Cruises & Tours, Inc.**

FIRST: The name of the Corporation is Angel Cruises & Tours, Inc.  
(the "Corporation").

SECOND: The duration of the Corporation is perpetual.

THIRD: The Corporation is organized for the purpose of transacting  
any and all lawful business for which corporations may be  
formed under Chapter 607 of the Florida Statutes.

FOURTH: The Corporation is authorized to issue 10,000 shares of  
common stock, \$.001 par value and 5,000 shares of preferred  
stock, \$.01 par value.

The preferred stock may be issued from time to time in  
series, with such designations, preferences, conversion  
rights, cumulative, relative, participating, optional or  
other rights, qualifications, limitations or restrictions  
thereof as shall be stated and expressed in the resolution  
or resolutions providing for the issuance of such preferred  
stock, adopted by the Board of Directors pursuant to the  
authority granted in these Articles.

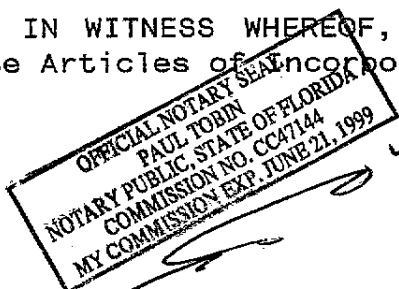
FIFTH: The street address of the initial registered office of the  
Corporation is : 9810 Northwest 10th Court, Plantation,  
Florida 33322 and the name of the registered agent of the  
Corporation is: Lynn H. Schweitzer. This is also Principal  
office address.

SIXTH: The Corporation shall have one director initially and the  
number of directors may be increased or diminished from  
time to time as provided in the By-Laws but shall never be  
less than one. The name and address of the initial  
director of the Corporation is: Lynn H. Schweitzer, 9810  
Northwest 10th Court, Plantation, Florida 33322.

SEVENTH: The name and address of the incorporator of the Corporation  
is: Lynn H. Schweitzer, 9810 Northwest 10th Court,  
Plantation, Florida 33322.

- EIGHTH: The Corporation shall indemnify, or advance expenses to, to the fullest extent authorized or permitted by the Florida General Corporation Act, any person made or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation; (iii) is or was an officer of the Corporation, provided that he is or was at the time a director of the Corporation; or (iv) is or was serving at the request of the Corporation as an officer of another corporation, provided that he is or was at the time a director of the Corporation or a director of such other corporation, serving at the request of the Corporation. Unless otherwise expressly prohibited by the Florida General Corporation Act, and except as otherwise provided in the foregoing sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact that he is or was an officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as an officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. No person falling within the purview of the foregoing sentence may apply for indemnification or advancement of expenses to any court of competent jurisdiction.
- NINTH: The Corporation expressly elects not to be governed by Section 607.108 of the Florida General Corporation Act as amended from time to time, relating to affiliated transactions.
- TENTH: The Corporation expressly elects not to be governed by Section 607.109 of the Florida General Corporation Act as amended from time to time, relating to control share acquisitions.
- ELEVENTH: The corporate existence of the Corporation shall commence April 24, 1998.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this tenth day of April, 1998.

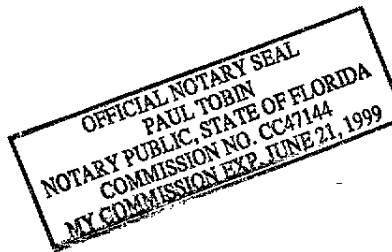



*Lynn H. Schweitzer*  
Lynn H. Schweitzer, Incorporator

STATE OF FLORIDA                    )  
  ) SS:  
COUNTY OF BROWARD                )

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set above, personally appeared Lynn H. Schweitzer, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand affixed my official seal, in the State and County aforesaid, this 10<sup>th</sup> day of March, 1996.



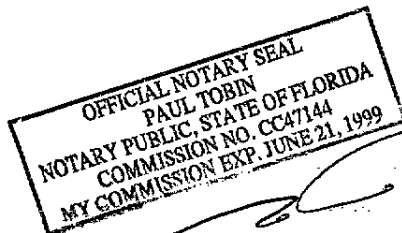
  
\_\_\_\_\_  
Notary Public, State of Florida  
at Large  
My Commission Expires:

**ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.325 of the Florida Statutes.

Angel Cruises & Tours, Inc.

By: *Lynn H. Schweitzer*  
Lynn H. Schweitzer, Agent  
9810 Northwest 10th Court  
Plantation, Florida 33322



4/10/98

FILED  
98 APR 13 AM 9:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA