

6/03/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: PLEASURE WORLD TOURS, INC.

AUDIT NUMBER.....H98000010407

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

CERT. OF STATUS..0

PAGES..... 4

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TALLAHASSEE, FLORIDA

R. CHESLER JUN 4 1998

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ARTICLES OF INCORPORATION
OF
PLEASURE WORLD TOURS, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is PLEASURE WORLD TOURS, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State for the State of Florida.

ARTICLE IV

The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida General Corporation Act of the State of Florida.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue is One million (1,000,000) shares of capital stock, \$.001 par value per share, which capital stock is designated as Common Stock.

H98000010407

Prepared by:
Mark J. Bryn
2. S. Biscayne Blvd Ste. 3599
Miami FL 33131 (305) 374-0501
FAX - 371-8727
P.02/04

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ARTICLE VI

The name and address of the incorporator signing these Articles are:

Mark J. Bryn
2 South Biscayne Blvd.
Suite 3599
Miami, Florida 33131

ARTICLE VII

The name and address of the initial registered agent and the initial registered office are:

Mark J. Bryn
2 South Biscayne Blvd.
Suite #3599
Miami, Florida 33131

ARTICLE VIII

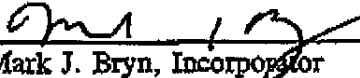
The initial by-laws of the corporation shall be adopted by the directors. Thereafter, by-laws of the corporation may be adopted, altered, amended or repealed from time to time only by the shareholders of the corporation.

ARTICLE IX

The principal place of business and mailing address of this corporation is:

5434 W. Sample Road
546
Margate, Florida 33073

EXECUTED at Miami, Florida, this 3rd day of June, 1998.


Mark J. Bryn, Incorporator

H98000010407

Prepared by:
Mark J. Bryn
FL Bar # 321642
2 S. Biscayne Blvd.
Suite 3599
Miami, FL 33131
(305) 374-0501

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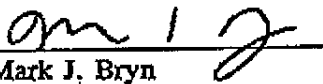
**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

In accordance with Section 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof:

PLEASURE WORLD TOURS, INC. desiring to organize under the laws of the State of Florida, hereby designates Mark J. Bryn as its registered agent and 2 South Biscayne Boulevard, Suite #3599, Miami, Florida 33131, as its registered office.

ACCEPTANCE

Having been named as Registered Agent for the above-named corporation, I hereby agree to act in such capacity for such corporation at its registered office.


Mark J. Bryn

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Prepared by:
Mark J. Bryn
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