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Caping Stay Day

Joseph Alexander Scarlett, III Attorney at Law

December 18, 2002

208 West Howry Avenuc DeLand, Florida 32720 Telephone 386-734-8600 Facsimile 386-738-3322

Department of State Corporations Division Post Office Box 6327 Tallahassee, Florida 32314

Dear Sirs/Madams:

Enclosed please find the proposed Restated Articles of Incorporation of Safari River Tours, Inc., together with Consent to Appointment as Resident Agent for filing and Affidavit of James Kemp. Also enclosed is my Trust Account draft payable to the Department of State in the sum of Seventy-Eight and 75/100 Dollars (\$78.75) covering your costs.

Thank you for your cooperation.

Sincerely,

Joseph A. Scarlett, III

1st Joseph G. Scarlitt, III.

JAS/am



January 8, 2003

JOSEPH SCARLETT, III 208 WEST HOWRY AVENUE DELAND, FL 32720

SUBJECT: SAFARI RIVER TOURS, INC.

Ref. Number: P98000068103

We have received your document for SAFARI RIVER TOURS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain Document Specialist

Letter Number: 003A00000974

RESTATED ARTICLES OF INCORPORATION

OF

SAFARI RIVER TOURS, INC., A Florida Close Business Corporation

The undersigned, **DAVID H. CURREY**, 222 Lucerne Drive, DeBary, Florida 32713, the purchaser and holder of all outstanding and issued Shares of Safari River Tours, Inc., submits the following Restated Articles of Incorporation to the State of Florida, Department of State for filing:

ARTICLE I

The name of the Corporation is SAFARI RIVER TOURS, INC.

ARTICLE II

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida

ARTICLE III

The street address of the principal office of the Corporation is: 222 Lucerne Drive, DeBary, Florida 32713, and the Corporation's mailing address is the same.

ARTICLE IV

The number of Shares that the Corporation is authorized to issue is Seven Thousand Five Hundred (7,500) shares of common stock, each share having the par value of One (\$1.00) Dollar.

ARTICLE V

The street address of the Corporation's registered office is: 222 Lucerne Drive, DeBary, Florida. The name of the Corporation's Registered Agent at that office is: David H. Curry.

Attached hereto is the Written Acceptance of said Agent as required by law.

ARTICLE VI

The business and affairs of the Corporation shall be managed by a Board of Directors comprised by not less than one, more than three adult residents of Florida. The present Board consists of one Director: David H. Currey.

ARTICLE VII

"The Corporation's Board of Directors expressly reserves the power and right to further amend or restate these Articles without Shareholder approval first obtained."

DAVID H. CURREY

Board of Directors Safari River Tours, Inc.

SAFARI RIVER TOURS, INC. A Florida Close Business Corporation

CONSENT TO APPOINTMENT AS RESIDENT AGENT

Having been appointed Resident Agent of the above-entitled Florida Corporation, to serve at its Registered Office, I hereby consent to serve in such capacity. I am familiar with, and

accept, the obligations of that position.

DAVID H. CURREY Registered Agent

CERTIFICATE

THE UNDERSIGNED CERTIFIES, as pertains to the proposed Restated Articles of Incorporation of Safari River Tours, Inc., that shareholder approval of the proposed Restated Articles is manifested by the fact that the owner and holder of all shares authorized, issued or unissued, are vested in David H. Currey, who executed the proposed Restated Articles as the corporation's board of directors, he being the sole director of the corporation. So yes, the Restated Articles were "adopted" by the board of directors with shareholder approval, which approval is not required by any amendment and exempted by the Restated Articles, per se.

Executed at DeLand, Florida, this 15 day of January, 2003, by the corporation's Attorney.

JOSEPH A. SCARLETT, III, ESQUIRE

Corporate Attorney 208 West Howry Avenue DeLand, Florida 32720

(386) 734-8600; Facsimile (386) 738-3322

Florida Bar No.: 070810