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D&C

ATTORNEYS AT LAW

DENT & COOK, P.A.

P. O. Box 3269 • SARASOTA, FLORIDA 34230

E-MAIL ADDRESS: SJOHNSON@DENTCOOK.COM

JOHN C. DENT, JR.
JOHN F. COOK
SHERRI L. JOHNSON

RICHARD A. MILLER
OF COUNSEL

October 14, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32304

300002655193-2

-10/16/98-01030-015

****122.50 *****78.75

Re: Citrus Travel, Inc.
Our File No. S27-4612

Dear Sir or Madam:

Enclosed please find original and duplicate of the Articles of Incorporation for the above-captioned corporation, together with a check in the amount of \$122.50 to cover the following items:

Filing of Articles of Incorporation	35.00
Certified copy of Articles	52.50
Registered Agent filing fee	35.00
	\$122.50

I would appreciate your returning to me the certified copy.

Thank you for your attention to this matter.

Very truly yours,



Sherri L. Johnson

SLJ/ag

Enclosures

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**ARTICLES OF INCORPORATION
OF
CITRUS TRAVEL, INC.**

ARTICLE I. NAME.

The name of the corporation shall be

CITRUS TRAVEL, INC.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office of the corporation as well as the mailing address
of the corporation is:

8120 S. Suncoast Blvd.
Homosassa, Florida 34446

ARTICLE III. CAPITAL STOCK.

The corporation is authorized to issue, in one class, 10,000 shares of \$1.00 par value
common stock which shall be designated "Common Shares".

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT.

The street address of the corporation's initial registered office is 330 South Orange
Avenue, Sarasota, Florida 34236 and the name of the corporation's initial registered agent at
that address is Sherri L. Johnson.

ARTICLE V. INITIAL BOARD OF DIRECTORS

The name and street address of the corporation's initial directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Richard O. Johnson	10 Linder Cir. Homosassa, FL 34446
Richard S. Scianianico	6102 India Dr. Spring Hill, FL 34608

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Mary Mayer

6 Pteris Ct.
Homosassa, FL 34446

Joanne DeGhetto

11 Judi Ct.
Homosassa, FL 34446

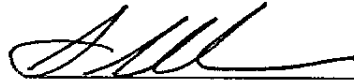
ARTICLE V. INCORPORATOR.

The name and address of the incorporator is:

Sherri L. Johnson
330 South Orange Avenue
Sarasota, Florida 34236

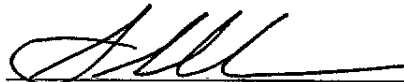
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Dated this 14th day of October, 1998.



SHERRI L. JOHNSON, Incorporator

Having been designated and appointed to act as registered agent and to accept service of process for and on behalf of the above stated corporation, at the place designated in this certificate, I hereby state that I am familiar with and accept the obligations of registered agent for the corporation and accept the appointment to such position, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



SHERRI L. JOHNSON
Registered Agent

Dated: Oct. 14, 1998