TRANSMITTAL LETTER

86000 9276 Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314 GALAPAGOS CRUISIE LINE -INC. SUBJECT: (Proposed corporate name - must include suffix) *****78.75 Enclosed is an original and one(1) copy of the articles of incorporation and a check for : \$70.00 \$78.75 \$122.50 \$131.25 Filing Fee Filing Fee Filing Fee Filing Fee, & Certificate & Certified Copy Certified Copy & Certificate ADDITIONAL COPY REQUIRED MIAM! EL 33156 City, State & Zip

F. CHESSER NOV 3 1998

NOTE: Please provide the original and one copy of the articles.

305 669 0885

Daytime Telephone number

ARTICLES OF INCORPORATION OF GALAPAGOS CRUISE LINE, INC.

ARTICLE 1 - NAME

The name of this Corporation is GALAPAGOS CRUISE LINE, INC.

SECRETARY OF STATEONS DIVISION OF CORPORATIONS 98 OCT 30 AM 7: 42

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 5900 SW 107th Street, Miami, FL 33156.

ARTICLE III SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is 1,000 shares of one (\$.01) penny par value common stock, which shall be designated "Common Shares".

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are: Maie Hamilton, 5900 SW 107th street, Miami, FL 33156

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of incorporation are: Anthony Douglas Hamilton, and his address is 5900 SW 107th street, Miami, FL 33156

Dated this 26th day of October, 1998

Anthony Douglas Hamilton, Incorporator

ACCEPTANCE BY REGISTERED AGENT

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

Dated this 26th day of October, 1998

Maie Hamilton, Registered Agent

DIVISION OF CORPORATIONS
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OR OLT 30 AM 7: 42