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808 S.E. Ft. King Street  
Ocala, Florida 34471

Tawny L. Best  
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Telephone: 352/369-1300  
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December 4, 1998

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

400002704684--2  
-12/07/98--01105--003  
\*\*\*\*122.50 \*\*\*\*78.75

Re: World Class Cruise & Travel, Inc.

Gentlemen:

Enclosed are the original and one duplicate of the proposed Articles of Incorporation of the above captioned corporation.

Please endorse your approval of the Articles on the duplicate copy, certify same, and return the certified copy to this office in the enclosed envelope. It is understood that the original document with your endorsed approval is to be filed in your records pursuant to Florida law.

A check in the amount of \$122.50 is enclosed to cover the filing fee and certification of the copy.

If any further charges are required, or if, for any reason, the Articles do not meet current requirements, please notify the undersigned by collect telephone call at (352) 369-1300.

Sincerely yours,

  
DENNIS D. CAMP

Dmc  
12/8/98

DDC/tlb  
Enclosure

FILED  
98 DEC -7 AM 10:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
WORLD CLASS CRUISE & TRAVEL, INC.**

**FILED**  
98 DEC -7 AM 10:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I: Name**

The name of the corporation is WORLD CLASS CRUISE & TRAVEL, INC.

**ARTICLE II: Business**

The corporation may engage in any activity of business permitted under the laws of the United States and Florida.

**ARTICLE III: Stock**

The total number of shares of stock which the corporation will have authority to issue is One Hundred (100) shares of One Hundred Dollars per share par value common stock. All of said stock will be payable in cash or real or personal property or such consideration as may be fixed by the shareholders.

**ARTICLE IV:**

**Registered Agent and Address and Principal Office**

The initial address of the registered office of the corporation is 1005 S.W. 10<sup>th</sup> Street, Suite 103, Ocala, Florida 34474.

The name of the corporation's registered agent at said address is Dennis D. Camp.

The principal business office of the corporation is 1005 S.W. 10<sup>th</sup> Street, Unit 103, Ocala, Florida 34474.

#### **ARTICLE V:**

##### **Management of Corporation by Shareholders**

All corporate powers will be exercised by or under the authority of, and the business of the corporation will be managed by the shareholders rather than a Board of Directors, including the power to adopt, alter, amend, or repeal by-laws.

#### **ARTICLE VI: Effective Date**

The corporation will commence existence on acceptance of these Articles of Incorporation by the Secretary of State of Florida.

#### **ARTICLE VII: Incorporator**

Following is the name and street address of the person signing these Articles as incorporator:  
Dennis D. Camp, 528 S.E. 46<sup>th</sup> Court, Ocala, Florida 34471.

#### **ARTICLE VIII:**

##### **Stockholders as Employees**

There shall be no policy prohibiting stockholders from serving as corporate officers or employees. In the event that a stockholder is employed by the corporation, said stockholder shall be entitled to receive a reasonable salary for services rendered.

#### **ARTICLE IX: Preemptive Rights**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share

thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE X: Amendment

This corporation may amend its articles of incorporation in any respect, provided that only such provisions shall be inserted by amendment as would be lawful and proper in original articles of incorporation made at the time of making such amendment. Every amendment shall be proposed by a stockholder and approved at a stockholders' meeting by not less than seventy-five percent (75%) of the stock entitled to vote thereon.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation on this 4th day of Dec., 1998.

  
DENNIS D. CAMP

STATE OF FLORIDA

COUNTY OF MARION

I hereby certify that on this day, before me an officer duly authorized to administer oaths and take acknowledgments, personally appeared DENNIS D. CAMP, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon a Florida Driver's License/Florida I.D. Card as identification of the above-named person.

WITNESS my hand and official seal in the County and State last aforesaid this 4th day of Dec., 1996.

  
NOTARY PUBLIC, State of FL



Tawny L. Best  
MY COMMISSION # CC729764 EXPIRES  
March 31, 2002  
BONDED THRU TROY FAIR INSURANCE, INC.

**FILED**

98 DEC -7 AM 10:09

**ACCEPTANCE BY REGISTERED AGENT**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I hereby accept my designation as Registered Agent for World Class Cruise & Travel, Inc..  
as set forth in Article IV of the foregoing Articles of Incorporation, this 4th day of  
Dec., 1998.

  
DENNIS D. CAMP