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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : H.A. INC.

Account Number : T19980000041

Phone : (954) 752-7520

Fax Number : (954) 752-1123

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

G. Marcus Travel & Wholesale Tours, Inc.

Certificate of Status	0
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EFFECTIVE DATE
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ARTICLES OF INCORPORATION
OF

G. Marcus Travel & Wholesale Tours, Inc.,
a Florida corporation

The undersigned, acting as incorporator of G. Marcus Travel & Wholesale Tours, Inc.,
under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of this Florida corporation is:

G. Marcus Travel & Wholesale Tours, Inc.

ARTICLE II. ADDRESS

The corporation's mailing address is:

128 Sunset Cove Lane
Palm Beach Gardens, FL 33418

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation shall begin effective December 16th, 1998.

H.A. Incorporated
308 NW 101 Terrace
Coral Springs, FL 33071
(954) 752-7520

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ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 128 Sunset Cove Lane, Palm Beach Gardens, FL 33418 and the name of the corporation's initial registered agent at that address is Gary Marcus.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall be managed by a Board of Directors consisting of no less than 1 director(s). The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than 1. The name(s) of the initial director(s):

Name

Gary Marcus

H.A. Incorporated
308 NW 101 Terrace
Coral Springs, FL 33071
(954) 752-7520

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ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

H. A. Incorporated
308 NW 101 Terrace
Coral Springs, FL 33071

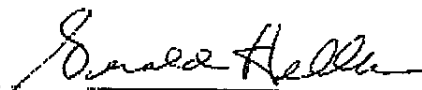
The incorporator of the corporation assigns to this corporation his/her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he/she assigns to those persons designated by the board of directors any rights he/she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 16th day of December, 1998

H. A. Incorporated :

By: 
Gerald Heller

H.A. Incorporated
308 NW 101 Terrace
Coral Springs, FL 33071
(954) 752-7520

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

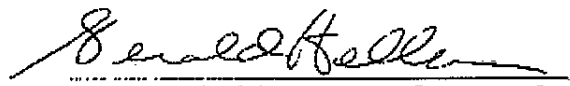
That G. Marcus Travel & Wholesale Tours, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 128 Sunset Cove Lane, Palm Beach Gardens, FL 33418, has named Gary Marcus, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

Gary Marcus

128 Sunset Cove Lane, Palm Beach Gardens, FL 33418



Gerald Heller, Signing as power of attorney for

Gary Marcus

Date: December 16th 1998

H.A. Incorporated
308 NW 101 Terrace
Coral Springs, FL 33071
(954) 752-7520

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