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ATTORNEYS AT LAW

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Naples, Florida 34109



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Phone (941) 566-2013
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March 31, 1999

Please reply to:

Alan B. Fields
Of Counsel
P.O. Box 1367
Naples, FL 34106

Direct: (941) 643-1550
Fax (941) 262-8515

Florida Secretary of State
Division of Corporations
P.O. Box 6327
409 East Gaines Street
Tallahassee, Florida 32314

200002826592--2
-04/01/99-01073--007
****122.50 *****78.75

Re: ProTravel Solutions, Inc.

Ladies & Gentlemen:

You will find enclosed 2 sets of Articles of Incorporation for ProTravel Solutions, Inc. for filing, together with a check for \$122.50 in payment of the following:

Filing Fees	\$35.00
Certified Copy	52.50
Registered Agent	
Designation	<u>35.00</u>
	\$122.50

When these have been filed, please return a certified copy to me at the above address. Thank you for your assistance.

Sincerely,

Alan B. Fields

ABF:hs

Enclosures

2 Sets of Articles
Check

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR - 1 AM 8:40

R. Purinton APR - 6, 1999

Articles of Incorporation

of

ProTravel Solutions, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 APR -1 AM 8:40

The undersigned, for the purpose of creating a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be ProTravel Solutions, Inc.

ARTICLE II - DURATION

The duration of the Corporation is perpetual, unless sooner dissolved by the officers or shareholders as provided for by the laws of Florida.

ARTICLE III - PRINCIPAL OFFICE

The principal office of the Corporation shall be at
1546 13th Avenue North
Naples FL 34104, Naples, FL 34104

ARTICLE IV - PURPOSES AND POWERS

The purpose of the Corporation is to do any and all lawful business for which corporations may be incorporated under the laws of Florida

ARTICLE V - AUTHORIZED STOCK

The Corporation is authorized to issue ten thousand (10,000.00) shares of stock with a par value of one cent (\$0.01). Such stock shall be of a single class.

ARTICLE VI - REGISTERED AGENT

The initial Registered Agent is Alan B. Fields. The initial Registered Office of the Corporation is 770 Parkshore Drive, Naples, Florida 34103. The Registered Agent and the Registered Office may be changed by the Board of Directors at any time.

ARTICLE VII - INITIAL DIRECTORS

The names and addresses of the initial Board of Directors of the Corporation are as follows:

Ben O'Dell
c/o Paul Schryver, Esq.
1546 13th Avenue North
Naples FL 34104

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator is:

Alan B. Fields
770 Parkshore Drive
P.O. Box 1367
Naples, FL 34106

ARTICLE IX - AFFILIATED TRANSACTIONS

The Corporation, pursuant to Section 607.0901(5)(a) Florida Statutes, expressly elects not to be covered by Section 607.0901 Florida Statutes, pertaining to Affiliated Transactions.

ARTICLE X - INDEMNIFICATION

The Corporation shall have the authority to indemnify any current or former officer, director, employee or agent in its Bylaws, by agreement with such officer, director, employee or agent as authorized by the Board of Directors, or as otherwise permitted by Florida law. The Corporation, pursuant to Section 607.0850(9) Florida Statutes, exercises its right in these Articles of Incorporation to forbid court ordered indemnification of its officers, directors, employees and agents other than (i) pursuant to an express agreement between the officer, director, employee or agent and the Corporation or (ii) in situations where indemnification is mandatory under Section 607.0850(3) Florida Statutes or (iii) in a suit by or in the right of the Corporation where an officer or director has been adjudged liable and the Board of Directors has recommended indemnification, but owing to the restrictions of Section 607.0850(4) Florida Statutes is unable to authorize such indemnification. Should a court of competent jurisdiction hold that this limited restriction is ineffective or impermissible under the statute, the foregoing shall be interpreted to restrict all court ordered indemnification under Section 607.0850(9).

IN WITNESS WHEREOF, the undersigned Incorporator does hereby execute these Articles of Incorporation on March 31, 1999.



Alan B. Fields, Incorporator

ACKNOWLEDGEMENT

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was acknowledged before me on March 31, 1999 by Alan B. Fields
☒ who is personally known to me or ☐ who has produced _____ as identification and
who did not take an oath.

[Seal]



Maureen Shuman
Maureen Shuman
Typed or Printed Name

Title or Rank

Serial Number, if Any

ACCEPTANCE BY REGISTERED AGENT

I, Alan B. Fields, hereby accept the appointment as Registered Agent for ProTravel Solutions, Inc. and acknowledge my acceptance below with my signature below, as of March 31, 1999.

Alan B. Fields
Registered Agent

FILED
CLERK TARY OF STATE
DIVISION OF CORPORATIONS
99 APR -1 AM 8:40