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TRANSMITTAL LETTER

Department of State
Division of Corporations
PO Box 6327
Tallahassee, Fl 32314

300002835693--6
-04/12/99--01067--007
*****87.75 *****87.75

SUBJECT: ALL SEASONS TRAVEL AND CRUISES INC.
(Proposed Name)

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 87.75. (Certified copy please)

FROM: Theresa J. Santo
Name
6601 13th Street North
Address
St Petersburg, Florida 33702
City, State, Zip
(727) 528-8942
Telephone Number

FILED
99 APR 12 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

ALL SEASONS TRAVEL AND CRUISES INC.

The undersigned incorporator(s), for the purposes of forming a corporation under the Florida Corporation Business Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

ALL SEASONS TRAVEL AND CRUISES INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:

6601 13th Street North, St. Petersburg, Fl 33702

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

200 shares

ARTICLE IV REGISTERED AGENT & ADDRESS

The name and address of the initial registered agent is:

Theresa J. Santo
6601 13th Street North
St Petersburg, Florida 33702

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TALLAHASSEE, FLORIDA

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ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s)
to these Articles of Incorporation is(are):

ALL SEASONS TRAVEL AND CRUISES INC.
6601 13th Street North
St Petersburg, Florida 33702

The undersigned has (have) executed these Articles of Incorporation this 9th day of April 1999.

Thomas J. Santo / President

Signature/Title

Signature/Title

Signature/Title

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501. Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: _____
ALL SEASONS TRAVEL AND CRUISES INC.

2. The name and address of the registered agent office is:

Theresa J. Santo
Name

6601 13th Street North, St. Petersburg, Fl 33702

SIGNATURE

Theresa J. Santo
(Corporate Officer)

TITLE

President

DATE

4/9/99

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.

SIGNATURE

Theresa J. Santo

DATE

4/9/99

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