LAW OFFICES OF ROBERT J. ARNOLD

224 Datura Street, Suite 315 West Palm Beach, FL 33401 (561) 833-6300 ◊ Fax: (561) 833-8880

P99000034927

April 9, 1999

VIA U.S. MAIL

Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32301 400002839254--2 -04/14/99--01081--002 ****122.50 ******78.75

Dear Sir/Madam:

I have enclosed the Articles of Incorporation for Royal Coach Charters Corporation. I have also enclosed my firm's check #1144 for \$122.50 to cover the cost of filing and certification fees. If you should have any questions regarding this matter, please feel free to contact me.

Yours truly,

Robert J. Arnold

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ARTICLES OF INCORPORATION

OF

ROYAL COACH CHARTERS CORPORATION

ARTICLE I Name

The name of this corporation is Royal Coach Charters Corporation.

ARTICLE II DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, 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 VI Initial Registered Office And Agent

The street address of the initial registered office of this corporation is 224 Datura Street, Suite 315, West Palm Beach, Florida 33401, and the name of the initial registered agent of this corporation at that address is Robert Arnold.

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five. The name(s) and address of the initial Board of Directors of the corporation is: Louis Feher, 476 SW First Street, Boca Raton, Florida 33432

ARTICLE VIII INCORPORATORS

The name and address of the Incorporator signing these articles is: Robert Arnold 224 Datura Street, Suite 315, West Palm Beach, Florida 33401.

ARTICLE IX INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 9th day of April, 1999.

Robert Arnold

STATE OF FLORIDA COUNTY OF WEST PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State_and County set forth above, personally appeared Robert Arnold known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation. Robert Arnold is personally known to me and he did take an oath.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 9th day of April,

NOTARY PUBLIC, State of Florida

My commission expires:

Joan E. Erpelding

JOAN & ERPELDING
My Comm Exp 9/09/00
Bonded By Service Ins
No CC571057

[] Personally Known [] Other

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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:

Royal Coach Charters Corporation

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

Robert J. Arnold 224 Datura Street, Suite 315 West Palm Beach, Florida 33401 FILED

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SECRETARY OF STATE
FALLAHASSEE, FLORE

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 OF 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

DATE 4- 7-99