



THE UNITED STATES  
CORPORATION  
COMPANY

P99000035623

FILED

99 APR 19 PM 4:20

ACCOUNT NO. : 072100000032

REFERENCE : 190354 90784A

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AUTHORIZATION : *Patricia Piggett*

COST LIMIT : \$ 70.00

ORDER DATE : April 1, 1999

ORDER TIME : 12:06 PM

ORDER NO. : 190354-005

CUSTOMER NO: 90784A

400002844004--4

CUSTOMER: Mr. Randall J. Warren  
MR. RANDALL J. WARREN  
MR. RANDALL J. WARREN  
Suite 140  
2300 Maitland Center Parkway  
Maitland, FL 32751

DOMESTIC FILING

NAME: JOURNEY PASS INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:

RECEIVED  
99 APR 19 PM 2:27  
TALLAHASSEE, FLORIDA  
4/15/99

ARTICLES OF INCORPORATION  
OF  
JOURNEY PASS INC.

FILED  
99 APR 19 PM 4:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

JOURNEY PASS INC.

The address of the principal office of this corporation shall be 2300 Maitland Center Parkway, Suite 140, Maitland, Florida 32751 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2255 Glades Road, Suite 340 West, Boca Raton, Florida 33431, and the name of the initial registered agent of the corporation at that address is Albert W. Gortz.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Randall J. Warren Dir.	2300 Maitland Center Parkway, Suite 140, Maitland, Florida 32751
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Michael A. Gross Dir.	2300 Maitland Center Parkway, Suite 140, Maitland, Florida 32751
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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

The Company Corporation  
1013 Centre Road  
Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on April 14, 1999.

  
Its Agent, Karen B. Rozar  
Incorporator

JKG

ACCEPTANCE OF REGISTERED AGENT

DESIGNATED IN THE ARTICLES OF INCORPORATION

FILED

99 APR 19 PM 4:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Albert W. Gortz, an individual residing in this state, having a business office at

2255 Glades Road, Suite 340 West, Boca Raton, Florida 33431, and having been designated as

the Registered Agent in the foregoing Articles of Incorporation of:

JOURNEY PASS INC.

Albert W. Gortz is familiar with and accepts the obligations of the position of

Registered Agent under Section 607.0505, Florida Statutes.

By: \_\_\_\_\_

*Albert W. Gortz*

Typed Name: Albert W. Gortz