

P99000047214

MICHAEL E. GREENE, P.A.

LAW OFFICE

9900 West Sample Road, Suite 324
Coral Springs, Florida 33065
Telephone: (954) 755-5785
Telefax: (954) 755-9859

May 18, 1999

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-05/21/99-01088-009
*****70.00 *****70.00

Secretary of State
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, Florida 32301

Re: GoCruise.Com, Co.

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above-referenced professional services corporation for profit. Also, enclosed is a check in the amount of \$70.00 for filing fees.

Please return a file-stamped copy of the Articles of Incorporation.

Thank you for your cooperation.

Very truly yours,

MICHAEL E. GREENE, P.A.

Michael E. Greene

Michael E. Greene

MEG/ajk

Enclosures

SHARON

MAY 25 1999

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
of
GoCruise.Com, Co.

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I
NAME OF CORPORATION

The name of this Corporation shall be "GoCruise.Com, Co."

ARTICLE II
GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III
CAPITAL STOCK

The total authorized capital stock of this Corporation is 100,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV
TERM OF EXISTENCE

The Corporation shall exist perpetually.

ARTICLE V
ADDRESS OF PRINCIPAL OFFICE IN THIS STATE

The initial street address of the principal office of this Corporation in the State of Florida is: GoCruise.Com, Co. - 9900 W. Sample Road - Suite 324 - Coral Springs, Florida 33065. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VI
NUMBER OF DIRECTORS

This Corporation shall have not less than three (3) Directors.

ARTICLE VII
INCORPORATOR

The name and street address of the Incorporator is: Michael E. Greene,
9900 West Sample Road, Suite 324, Coral Springs, FL 33065.

ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is
MICHAEL E. GREENE, P.A., 9900 West Sample Road, Suite 324, Coral Springs, FL
33065, and the name of the initial registered agent of the Corporation at that address
is MICHAEL E. GREENE.

ARTICLE IX
COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation shall commence its corporate existence upon filing of
these Articles.



MICHAEL E. GREENE, INCORPORATOR

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

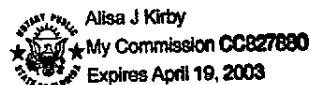
I HEREBY CERTIFY that on this day MICHAEL E. GREENE, who is
personally know to me, appeared before me and acknowledged that he executed the
foregoing Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal this 18th day of May, 1999.



Notary Public, State of Florida

My commission expires:



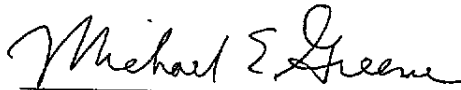
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Section 48.091 and 607.0501, Florida Statutes, the following is submitted in conjunction with articles of incorporation:

That **GoCruise.Com, Co.** desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the Articles of Incorporation at the office of MICHAEL E. GREENE, P.A., 9900 West Sample Road, Suite 324, Coral Springs, FL 33065, and MICHAEL E. GREENE, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



MICHAEL E. GREENE,
REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 20 AM 11:28