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FRANK N. CROSSLAND
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TAXATION
CORPORATION AND BUSINESS LAW
WILLS, TRUSTS AND ESTATE PLANNING

May 18, 1999

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-05/20/99--01094--011
*****78.75 *****78.75

P99000047314
Re: Filing of Articles of Incorporation and Certificate Designating
Registered Office and Registered Agent for:
International School of Cruising, Inc.

Enclosed and herewith delivered for filing of record are the original and one conformed copy of Articles of Incorporation and Certificate Designating the Registered Office and Registered Agent of International School of Cruising, Inc., organizing under the Florida Business Corporation Act.

Also enclosed is a check made payable to the Florida Department of State in the amount of \$78.75 comprising payment of the following: (a) filing fee for articles of incorporation, (b) certified copy of articles of incorporation, and (c) the fee for designation of and acceptance by registered agent.

Please file of record the Charter Documents only, Articles of Incorporation and the Certificate Designating Registered Office and Agent, and return to us the certified copy of these articles, and designation certificate, to the undersigned at the above letterhead address.

If there is any problem, please call the undersigned collect at (727) 789-8300. Thank you for your assistance.

Sincerely,



Frank N. Crossland, Esq.

FNC

FILED
99 MAY 20 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH MAY 25 1999

ARTICLES OF INCORPORATION *of* INTERNATIONAL SCHOOL OF CRUISING, INC.

The undersigned natural person, competent to contract, acting as incorporator for the purpose of organizing a corporation pursuant to Florida Statutes Chapter 607, the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

Article I. Name. The name of the corporation is:

INTERNATIONAL SCHOOL OF CRUISING, INC.

Article II. Duration; Effective Date. The corporation shall have perpetual existence commencing as of May 18, 1999.

Article III. Purposes. The purposes for which the corporation is organized are: To engage in and do any or all lawful acts or activities and to engage in and transact any or all lawful business.

Article IV. Authorized Stock. The corporation is authorized to issue ten thousand (10,000) shares of common stock of the par value of \$1.00 a share, all of one class, and having the aggregate par value of ten thousand dollars (\$10,000.00).

Article V. Initial Registered Office and Agent. The street address of the initial registered office of the corporation is 29605 U.S. 19 N., Suite 330, Clearwater, Florida 33761. The name of the initial registered agent of the corporation at this office Frank N. Crossland.

Article VI. Initial Board of Directors. The corporation shall have a board of directors which shall initially consist of three (3) individuals. The number of directors may be increased or decreased from time to time by an amendment to, or in the manner provided in, the bylaws, provided that the number of directors shall not be less than one (1) individual at any time. The names and addresses of the individuals who shall serve as the initial directors of the corporation are:

Victor J. Serra
4 Shumard Court S.
Homosassa, FL 34446

Richard A. Laurence
2915 Barnard Road
Bradenton, FL 34207

Yvonne Patterson
197 Greengate Street
Barrow In Furness, Cumbria
England LA13 9BT

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TALLAHASSEE, FLORIDA

Article VII. Incorporators. The name and address of the incorporator are:


Victor J. Serra
4 Shumard Court S.
Homosassa, Florida 34446

Article VIII. Principal Office Address. The initial principal office address of the corporation is: Wildewood Professional Park, 3639 Cortez Road West, Suite 234, Bradenton, Florida 34210. The initial mailing address of the corporation is: P.O. Box 20212, Tampa, Florida 33622-0212. The corporation reserves the privilege of having branch or other offices at places within or outside the State of Florida.


Article IX. Powers. The corporation shall have all of the corporate powers enumerated in Chapter 607, Florida Statutes, as amended from time to time.

Article XI. Amendment of Articles. The corporation reserves the right to amend, alter, change, or repeal any provision or provisions contained in these Articles of Incorporation, or any amendment thereto, in accordance with the laws of the State of Florida as amended from time to time.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation, in the State of Florida, this 18th day of MAY, 1999.



Victor J. Serra
Incorporator



Frank N. Crossland
Registered Agent

Certificate Designating Registered Office and Registered Agent for Service of Process Within the State of Florida

In compliance with Florida Statutes sections 48.091, 607.0501 and 607.0505, the following is hereby submitted:

That International School of Cruising, Inc., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation, located at 29605 U.S. 19 N., Suite 330, Clearwater, Florida 33761, hereby designates and appoints Frank N. Crossland as its registered agent to accept service of process at the aforesaid address, which address is hereby designated as the corporation's registered address for service of process within the State of Florida.

Executed in Clearwater, Florida, this the 18th day of MAY, 1999.




Victor J. Serra
Incorporator/Director

Acknowledgement and Acceptance

Having been designated as registered agent to accept service of process for the above named corporation, at the registered office of the corporation designated in the Articles of Incorporation and this Certificate, I hereby agree to act in this capacity, acknowledge that I am familiar with, and accept, the obligations of this position, and further agree to comply with the duties and obligations imposed by, and in accordance with, the laws of the State of Florida relative to the proper and complete performance of my duties in this capacity.

Executed in Clearwater, Florida, this the 18th day of MAY, 1999.



Frank N. Crossland
Registered Agent

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TALLAHASSEE, FLORIDA

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