

D99000071557
TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
99 AUG -6 PM 7:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

600002952246--7
-08/06/99--01019--003
*****78.75 *****78.75

EFFECTIVE DATE
8-5-99

SUBJECT: S & A Tour Service, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Steven Reed Cohen, Esq.
Name (Printed or typed)

9000 W. Sheridan St., Ste. 162
Address

Pembroke Pines, FL 33024
City, State & Zip

(954) 436-9895
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. BROWN AUG 11 1999

EFFECTIVE DATE

8-5-99

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

S & A Tour Service, Inc.
A Florida Corporation for Profit
ARTICLES OF INCORPORATION

BY THESE ARTICLES OF INCORPORATION the undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following articles of incorporation.

ARTICLE 1 NAME

The name of this Corporation is S & A Tour Service, Inc.

ARTICLE 2 PRINCIPAL PLACE OF BUSINESS

The initial principal place of business and mailing address of the Corporation is 8679 S.W. 158 Place, Miami, FL 33193.

ARTICLE 3 TERM

This Corporation shall exist perpetually.

ARTICLE 4 PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 5 CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock, with a par value of \$1.00.

ARTICLE 6 REGISTERED AGENT

The initial registered agent for this corporation is Sharon Eden and the initial registered office is located at 8679 S.W. 158th Place, Miami, FL 33193.

ARTICLE 7 DIRECTORS

This Corporation shall have one director initially. The number shall be fixed by the bylaws and may be changed from time to time.

ARTICLE 8 BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE 9 INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE 10 INITIAL DIRECTORS

The names and street addresses of the members of the first board of directors are:

Sharon Eden 19730 N.W. 5th Court
Miami, FL 33169

They shall hold office until the first annual meeting of stockholders.

ARTICLE 11 INITIAL OFFICERS

The offices held, names, and street addresses of the initial officers are:

President	Sharon Eden	19730 N.W. 5th Court Miami, FL 33169
Vice President	Sharon Eden	19730 N.W. 5th Court Miami, FL 33169
Treasurer	Sharon Eden	19730 N.W. 5th Court Miami, FL 33169
Secretary	Sharon Eden	19730 N.W. 5th Court Miami, FL 33169

They shall hold office until the first annual meeting of directors.

ARTICLE 12 INCORPORATORS

The names and street addresses of the incorporators are:

Sharon Eden 19730 N.W. 5th Court
Miami, FL 33169

ARTICLE 13 AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

ARTICLE 14 EFFECTIVE DATE

The effective date of this Corporation shall be August 5, 1999.

DATED on Aug. 3, 1999.

Sh Eden
Incorporator - Sharon Eden

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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TALLAHASSEE, FLORIDA

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 S & A Tour Service, Inc.


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

Sharon Eden
(NAME)

8679 S.W. 158th Place,
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Miami, FL 33193
(CITY/STATE/ZIP)

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)

8-3-99
(DATE)