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ABCD ACCOUNTING
Accounting Bookkeeping & Consulting Discounted, Inc.
America's Business Bookkeepers
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1821 Northeast 146th Street
Miami, Florida 33181-1423

August 18, 1999

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*****70.00 *****70.00

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: ATLANTIS TOURS & CHARTERS, INC.

Greetings:

Enclosed are one original and one (1) copy of the articles of incorporation for the above corporation and a check in the amount of \$70.00 as payment for filing fees of the articles of incorporation and the registered agent designation.

I would be most appreciative if you would please expedite filing this corporation.

Sincerely,

Robert D. Allman
Accountant

/ie

Encl.

Robert Allman GAVE
AUTHORIZATION BY PHONE TO
CORRECT RA Street Add
DATE 8-26-99
DOC. EXAM CB

FILED
99 AUG 23 AM 8:55
DEPT. OF STATE
TALLAHASSEE FLORIDA

CB
8-26-99
3

**ARTICLES OF INCORPORATION
FOR
ATLANTIS TOURS & CHARTERS, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:
ATLANTIS TOURS & CHARTERS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
Post Office Box 11596, Fort Lauderdale, Florida 33339.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: Seven thousand five hundred shares (7,500).

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

P. GUNTER HUFNER
2170 N.E. 51st Court, Ste. B30
Ft. Lauderdale, Florida 33308

ARTICLE V INCORPORATOR

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

P. GUNTER HUFNER
Post Office Box 11596, Fort Lauderdale, Florida 33339.

The undersigned has executed these Articles of Incorporation this 16th day of August, 1999.

P. Gunter Hufner, Pres.
P. Gunter Hufner, President

FILED
99 AUG 23 AM 8:55
SECRETARY OF STATE
ATLANTIS TOURS & CHARTERS, INC.

**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:
ATLANTIS TOURS & CHARTERS, INC.
2. The name and address of the registered agent and office is:
P. GUNTER HUFNER

2170 N.E. 51st Court, Ste.B30
Ft. Lauderdale, Florida 33308

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.

P. Gunter Hufner 8/16/99
P. Gunter Hufner Date

FILED
99 AUG 23 AM 8:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA