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To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

BOOKING TECH CORPORATION

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

BOOKING TECH CORPORATION

The undersigned in order to form a Corporation for the purposes hereinafter stated, by and under the provisions of the Statutes of the State of Florida, does hereby subscribe to these Articles of Incorporation.

ARTICLE I - NAME

The name of this Corporation is: BOOKING TECH CORPORATION.

ARTICLE II - DURATION

This Corporation shall have perpetual existence, commencing on the date of execution of these Articles of Incorporation.

ARTICLE III - PURPOSES

This Corporation is organized for the following purposes:

a. On line travel, included but not limited to hotels, reservations and operations systems.

Accounting. Travel representations. All other activities related to the travel business.

PREPARED BY: ELOY A. FERNANDEZ, ESQ.
782 N.W. LE JEUNE ROAD, SUITE 632
MIAMI, FLORIDA 33126
BAR NO. 232181
PHONE: (305) 448-1200

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PAGE 1 OF 5 PAGES

b. To purchase, receive, lease, or otherwise, own, hold, improve, use and otherwise deal with Real or Personal property or any legal or equitable interest in property wherever located ; to sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property.

c. In the purchase or acquisition of property, business rights or franchises, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount: to incur debts and to arise, borrow and secure the payment of money in any lawful manner. The Corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

d. To engage in any or all lawful activity and to institute and promote commercial, mercantile, financial and industrial enterprises, and for the purposes of transacting any or all lawful business.

e. To do all and everything necessary and proper for the accomplishment of any of the purpose or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary incidental to the protection and benefit of the Corporation, and in general, either alone or in association with the other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or objects of this Corporation.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of this Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this Corporation otherwise permitted by law.

ARTICLE IV - POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue 600 shares of \$10.00 EACH PAR VALUE, common stock, which shall be designated "COMMON SHARES".

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind of that which he/she already holds, shall have the right to purchase his/her pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price which it is offered to others.

ARTICLE VII- STREET ADDRESS OF THE CORPORATION'S INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT. PRINCIPAL OFFICE.

The street address of the corporation's initial registered office and principal office is: 20575 NE 6th Court, North Miami Beach, Florida 33179 and the name of the initial registered agent of corporation at that office is: NORBERTO FORCINO.

ARTICLE VIII- INITIAL BOARD OF DIRECTORS

This Corporation shall have FOUR Directors initially. The number of Directors may be either increased or diminished from time to time by the bylaws. The names and addresses of the initial Directors of this Corporation until the first annual meeting of shareholders or until their successors are elected and qualified are:

NAME:

ADDRESS:

NORBERTO FORCINO 20575 NE 6th Court, North Miami Beach, Florida 33179.

SILVIA HERMINIA FORCINO 20575 NE 6th Court, North Miami Beach, Florida 33179

JUAN RODRIGO HERNANDEZ 20575 NE 6th Court, North Miami Beach, Florida 33179

ROBERTO EDUARDO ARAYA 20575 NE 6th Court, North Miami Beach, Florida 33179

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles is:

NAME:

ADDRESS:

NORBERTO FORCINO 20575 NE 6th Court, North Miami Beach, Florida 33179

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 3th day of March, 2003.



NORBERTO FORCINO

STATE OF FLORIDA

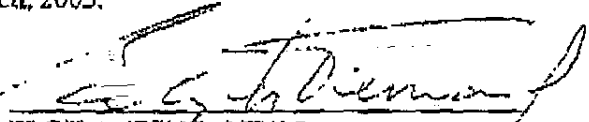
COUNTY OF MIAMI DADE

BEFORE ME, the undersigned authority, personally appeared NORBERTO FORCINO, who is the person described in and who executed the foregoing Articles of Incorporation as the Incorporators and they acknowledged to and before me that they executed the same for the uses and purposes therein mentioned and set forth () who are personally known to me or () who have produced FLORIDA DRIVER'S LICENSE as identification.

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IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the said
County and State, this 3th day of March, 2003.

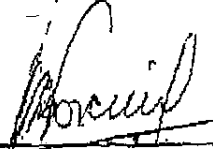
MY COMMISSION EXPIRES:


ELOY A. FERNANDEZ
NOTARY PUBLIC, STATE OF FLORIDA



HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR
BOOKING TECH CORPORATION, AT THE PLACE DESIGNATED IN THESE
ARTICLES OF INCORPORATION, 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.

DATED THIS 3th day of March, 2003.


Name: ROBERTO FORCINO
REGISTERED AGENT

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