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TO: DIVISION OF CORPORATIONS

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NAME: R & R TRAVEL, INC.

AUDIT NUMBER.....H97000019735

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION  
OF  
R & R TRAVEL, INC.

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

ARTICLE I - Name

The name of the corporation shall be:

R & R Travel, Inc.

ARTICLE II - Principal Office

The principal place of business and mailing address of this corporation shall be:

19355 N.E. 36 Court, Apartment 20-K  
Aventura, Florida 33180

ARTICLE III - Commencement of Existence

The existence of the corporation shall commence on the date of filing of these Articles of Incorporation.

ARTICLE IV - Authorized Shares

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

This Document prepared by:  
URY FISCHER, ESQ.  
80 S.W. 8<sup>th</sup> Street, Suite 2900  
Miami, FL 33130  
Tel: 305/446-2846  
Fla. Bar. No: 048534

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ARTICLE V - Initial Registered Agent and Street Address

The name and address of the initial registered agent is:

Ronit Behar  
19355 N.E. 36 Court, Apartment 20-K  
Aventura, Florida 33180

ARTICLE VI - Initial Board of Directors

The corporation shall have two (2) directors initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

Ronit Behar  
19355 N.E. 36 Court, Apartment 20-K  
Aventura, Florida 33180

Enrique Behar  
19355 N.E. 36 Court, Apartment 20-K  
Aventura, Florida 33180

ARTICLE VII - Incorporator

The names and street addresses of the incorporators of these Articles of Incorporation are:

Ronit Behar  
19355 N.E. 36 Court, Apartment 20-K  
Aventura, Florida 33180

Enrique Behar  
19355 N.E. 36 Court, Apartment 20-K  
Aventura, Florida 33180

ARTICLE VIII - Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX - Amendments

The corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on the shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by

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the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 4<sup>m</sup> day of November, 1997.

  
\_\_\_\_\_  
Ronit Behar

  
\_\_\_\_\_  
Enrique Behar

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

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 ITS  
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

R & R Travel, Inc.

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

Ronit Behar  
19355 N.E. 36 Court, Apartment 20-K  
Aventura, Florida 33180

Having been named as registered agent and to accept service of  
process for the above 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.

  
\_\_\_\_\_  
Ronit Behar

11-4-97.  
\_\_\_\_\_  
Date

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