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LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

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-08/18/99--01054--004

*****78.75 *****78.75

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. DREAM TRAVEL NETWORK, INC. (Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

Walk in Pick up time 2:00

Certified Copy

Mail out Will wait Photocopy

Certificate of Status

99 AUG 18 12:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input checked="" type="checkbox"/>	Reinstatement
<input checked="" type="checkbox"/>	Trademark
<input checked="" type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION
OF
Dream Travel Network, Inc.

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TALLAHASSEE FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

Dream Travel Network, Inc.

The principal place of business of this corporation shall be:

4005 Kumquat Avenue
Miami, Florida 33133

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

ONE THOUSAND SHARES with a \$1.00 par value.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS DIRECTORS

The name(s) and street address (es) of initial officer(s) and directors(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

Jose Alvaro Cardoso Feio
4005 Kumquat Avenue
Miami, Florida 33133

Ana Maria Feio
4005 Kumquat Avenue
Miami, Florida 33133

Alessandra Cardoso Feio
4005 Kumquat Avenue
Miami, Florida 33133

ARTICLE VI - INCORPORATOR (S)

The name(s) and street address (es) of the incorporator(s) to these articles of incorporation is (are):

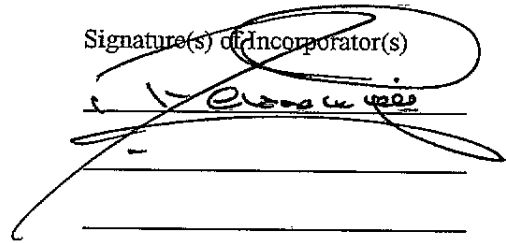
Jose Alvaro Cardoso Feio
4005 Kumquat Avenue
Miami, Florida 33133

Ana Maria Feio
4005 Kumquat Avenue
Miami, Florida 33133

Alessandra Cardoso Feio
4005 Kumquat Avenue
Miami, Florida 33133

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 17th day of August, 1999.

Signature(s) of Incorporator(s)



A large, stylized handwritten signature in black ink, appearing to read 'Jose Alvaro Cardoso Feio', is written over a horizontal line. Below this line are two more horizontal lines that are not filled with text.

CERTIFICATE DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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: Dream Travel Network, Inc.
2. The name and address of the registered agent and office is:

Jose Alvaro Cardoso Feio
4005 Kumquat Avenue
Miami, Florida 33133

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND IF FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE

DATE

August 17, 1999

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99 AUG 18 ... 12:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA