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OFFICE USE ONLY

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

- DREAM WEAVER TRAVEL, INC
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)

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 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

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 Certified Copy
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 Photocopy
 Certificate of Status

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

FILED
 99 AUG 23 PM 12:48
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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

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

[Handwritten signature]

Examiner's Initials

ARTICLES OF INCORPORATION
OF
DREAM WEAVER TRAVEL, INC.

ARTICLE I
NAME

The name of the Corporation shall be:

DREAM WEAVER TRAVEL, INC.

ARTICLE II
PURPOSE

This corporation is organized for the purpose to transact any and all lawful activities or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 260 Palermo Avenue, Coral Gables, Florida 33134.

ARTICLE IV
STOCK

This corporation is authorized to issue One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share; the consideration to be paid for each share of stock shall be fixed by the Board of Directors.

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ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Agent of this Corporation is: 260 Palermo Avenue, Coral Gables, FL 33143 and the name of the initial Registered Agent of this Corporation at that address is: Rosa Alina Zamora.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Directors initially, the number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial Director of the Corporation is:

ROSA ALINA ZAMORA

260 Palermo Avenue
Coral Gables, FL 33134

ARTICLE VII

INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is: ROSA ALINA ZAMORA, 260 Palermo Avenue, Coral Gables, Florida 33134.

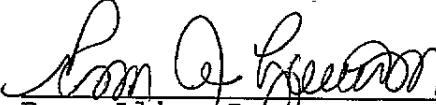
ARTICLE VIII
INDEMNIFICATION

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

ARTICLE XI
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by the law.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 16th day of August 1999.


Rosa Alina Zamora

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:

DREAM WEAVER TRAVEL, INC.

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

ROSA ALINA ZAMORA
260 Palermo Avenue
Coral Gables, FL 33134

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.



Registered Agent

Date: 8/16/99

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