F00000004093

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TALLAHASSEE, FLORIDA

T. LEMIEUX
APR 17 2015

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Despegar.com USA, Inc
(Name of Corporation)

DOCUMENT NUMBER: F00000004093

The enclosed Officer/Director Resignation for a Corporation and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Raul Ferro
(Name of Person)

Despegar.com
(Name of Firm/Company)

1444 Biscayne Blvd Suite #221
(Address)

Miami, Florida 33132
(City/State and Zip Code)

For further information concerning this matter, please call:

X Raul G. Ferro at (305) 577-4919
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for $35.00 made payable to the Florida Department of State.

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

ACTION BY UNANIMOUS WRITTEN CONSENT

OF THE BOARD OF DIRECTORS

OF DESPEGAR.COM USA, INC.

a Delaware corporation

In accordance with Section 141(f) of the Delaware General Corporation Law and the Bylaws of Despegar.com USA, Inc. (the "Company"), the undersigned, constituting all the members of the Board of Directors of the Company (the "Board"), do hereby, pursuant to this Action by Unanimous Written Consent, adopt the following resolutions, without a formal meeting and without prior notice, effective as of April 9, 2015.

1. Resignation of Mariano Fiori.

WHEREAS, I, Mr. Mariano Fior, have tendered his letter of resignation as a President of the Company, such resignation being effective as of the date of such letter;

WHEREAS, the Board expects that the stockholders of the Company will elect as Mr. Raul Ferro as Sole director of the Company to replace me; and

NOW, THEREFORE, BE IT RESOLVED, that with appreciation for his service to the Company, my resignation as President of the Company be, and it hereby is, accepted effective as of the date of such letter;

RESOLVED, that the officers of the Company be, and each of them hereby is, authorized, directed and empowered to execute any applications, certificates, agreements or any other instruments or documents or amendments or supplements to such documents, including any blue sky filings and stock certificates, or to do or to cause to be done any and all other acts and things as such officers, in their discretion, may deem necessary or advisable and appropriate to carry out the purposes of the foregoing resolutions.

IN WITNESS WHEREOF, the undersigned have executed this Action by Unanimous Written Consent as of the date first set forth above.

DIRECTOR:

Mariano Fiori

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TALLAHASSEE, FLORIDA