



**INTERNATIONAL COMPANY
SERVICES (USA) Inc.**
Providing International Business Consulting

Atlantic Professional Building
1591 east Atlantic Boulevard
Suite 200
Pompano Beach, FL 33060
Tel: +1 954 943 1498
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E-mail: usa@ICSL.com

May 19, 2000

Florida Department of State
Division of Corporation
P O Box 6327
Tallahassee, FL 32314

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-05/24/00--01109--006
****155.00 ****155.00

RE: TRAVELBUG LLC

Dear Sir/Madam,

Enclosed herewith please find the Articles of Incorporation For Florida Limited Liability Company of **TRAVELBUG LLC** and a check in the amount of **\$155.00** to cover the filing fees for the Articles of Organization and Affidavit, Registered agent fee and Certified copy.

Thank you in advance for your kind attention to this matter as soon as possible.

Thank you,
FOR INTERNATIONAL COMPANY SERVICES (USA) INC.

Suzie Cadenas, Manager

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00 MAY 24 PM 4:20
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TALLAHASSEE, FLORIDA

L00-6176

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Email: westcoast@ICSL.com

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Email: tci@ICSL.com

URUGUAY
International Company Services S.A.
Tel: +598 2 902 1165 Fax: +598 2 902 1191
Email: uv@ICSL.com

**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY**

ARTICLE I – Name

The name of the LIMITED LIABILITY COMPANY is:

TRAVELBUG LLC

ARTICLE II – Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

1591 East Atlantic Blvd., Suite 200
Pompano Beach, Florida 33060

ARTICLE III

Registered Office & registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Carlton Management, Inc.
1591 East Atlantic Blvd., Suite 200
Pompano Beach, Florida 33060

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 as provided for in Chapter 608, F.S.



Registered Agent's Signature

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TALLAHASSEE, FLORIDA

ARTICLE IV – Management

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager – managed company.

Mr. Harry Albert Deans
6/F Lan Kwai Fong
Central, Hong Kong

Ms. Luisa Crooc
Belvedere Gardens
6th Floor Flat H
Block 6 Phase 3
Tsuenwan, New Territories
Filipino Hong Kong

ARTICLE V – Members

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Mr. Harry Deans
Berkeley Nominees Incorporated
Edificio Banco Do Brasil
Calle Elvira Mendez No 10
Panama 2

Ms. Louisa Crooc
Citicruiser Limited
Harney Westwood & Beigels
P.O. Box 71
Road Town Tortola
British Virgin Islands

Signature of a member or an authorized representative of a member

(In accordance with section 608.408.3, Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Harry Debroskey, Carlton Management Inc.

Typed or printed name of signee

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TALLAHASSEE, FLORIDA