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January 20, 2000

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

Secretary of State
Division Of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Fenix Travel Agency, Inc.

Enclosed please find the original and one copy of the articles of
Incorporation, together with a check in the amount of \$ 78.75.

This represents the cost of the filing fees, certificate copy of articles
of Incorporation and fee for Register Agent Designation for the above
named corporation.

Very Truly Yours,



Minerva Martinez
15465 SW 80th Street Apt. 101
Miami, Florida 33193
Phone # 305- 275-0041

FILED
00 JAN 24 AM 11:12
SECRETARY OF STATE
TALLAHASSEE FLORIDA

S. Thompson JAN 28 2000

NON-PROFIT ARTICLE OF INCORPORATION
OF
FENIX TRAVEL AGENCY, INC.

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TALLAHASSEE FLORIDA

ARTICLE I NAME

The name of the corporation shall be **Fenix Travel Agency, Inc.**

ARTICLE II NATURE OF BUSINESS

This incorporation may engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida

ARTICLE III DURATION

This corporation shall have perpetual existence unless sooner dissolved In accordance with the laws of the State of Florida. The date on which Incorporate existence shall begin in.

ARTICLE IV PRINCIPAL OFFICE

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

10000 SW 56th Street Suite 5
Miami, Florida 33165 -

ARTICLE V CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 500 of One Dollars (1.00) Par Value

ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Minerva Martinez
15465 SW 80th Street Apt. 101
Miami, Florida 33193

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

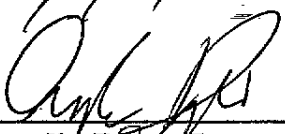
Minerva Martinez	President
15465 SW 80 th Street Apt. 101	
Miami, Florida 33193	

Argelio Pupo	V/P
15465 SW 80 th Street Apt. 101	
Miami, Florida 33193	

The undersigned has executed these Articles of Incorporation this, **20** day of **January, 2000**



Minerva Martinez, Incorporator



Argelio Pupo, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FENIX TRAVEL AGENCY, INC.

(Name of Corporation)

Pursuant to Florida Status Section 48.091 and 607.0501, the following
is submitted:

The above corporation, organized under the laws of the state of Florida
with its registered office as indicated in the Articles of incorporation


At 15465 SW 80th Street Apt. 101
Miami, Florida 33191

has named Minerva Martinez
located at the aforesaid address, as its registered agent to accept service of
process within this state.

Having been named as registered agent and to accept service of process for
the above stated corporation at the place designated in the 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 status relating the proper
and complete performance of my duties, and I am familiar with and accept the
obligations of my position as registered agent.

01-20-2000

(Date)


Minerva Martinez
15465 SW 80th Street Apt. 101
Miami, Florida 33193

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