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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

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2000 FEB - 8 PM 4: 23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

INTERTUR U.S.A., CORPORATION

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

INTERTUR U.S.A., CORPORATION

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

ARTICLE I
NAME

The name of the corporation shall be:

INTERTUR U.S.A., CORPORATION

The principal place of business of this corporation shall be:

1221 Brickell Avenue, #1070, Miami, FL 33131

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.

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Prepared by: Martha Salverale
450 NE 210 Terrace
N. Miami Beach, FL 33179
1922 152-0127.

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**ARTICLE III
CAPITAL STOCK**

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time shall be divided into 500 shares of common stock of ONE DOLLAR PAR VALUE.

**ARTICLE IV
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE V
OFFICERS DIRECTORS**

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected, are:

Patricia Rey-Kelly	Number of Shares
555 NE 34th Street	500
Suite # 1805	
Miami, FL 33137	

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**ARTICLE VI
INCORPORATORS**

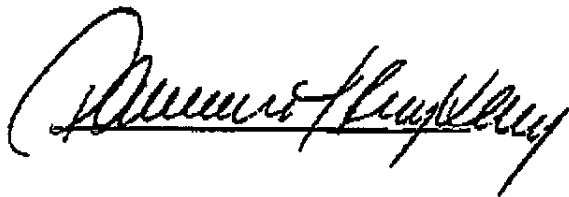
The name and street address of the incorporator to this articles of incorporation is:

Patricia Rey-Kelly
555 NE 34th Street
Suite # 1805
Miami, FL 33137

President

IN WITNESS WHEREOF, the undersigned incorporator have
executed these Articles of Incorporation this 3rd day of
FEBRUARY, 2000.

Signature of Incorporator

A handwritten signature in cursive script, appearing to read "Patricia Rey-Kelly", written over a horizontal line.

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ACKNOWLEDGEMENT

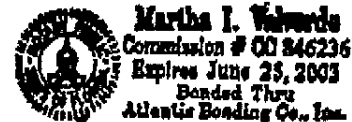
STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

I HEREBY CERTIFY that on this 2nd day of February, 2000, personally appeared before me, the undersigned Notary Public in and for the State of Florida, PATRICIA REY-KELLY, party to the foregoing Certificate of Incorporation, and acknowledged that they did make, and acknowledge the foregoing Certificate as and for their voluntary act and deed, and that the facts herein set forth are true and correct as given under my hand and official seal, the day and year written at Miami, Dade County, Florida.




Notary Public
State of Florida at Large

My commission expires:



Subscriber:



PATRICIA REY-KELLY
President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF 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.

The name of the corporation:

INTERTUR U.S.A., CORPORATION

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

Patricia Rey-Kelly

(P. O. BOX NOT ACCEPTABLE)

555 NE 34th Street, Ste 1805, Miami, FL 33137

(CITY/STATE/ZIP)

SIGNATURE

TITLE

DATE

Patricia Rey-Kelly
PRESIDENT

FEB. 3 - 00

HAVING BEEN NAME 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 I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES 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

Patricia Rey-Kelly

FEB. 3. 00.

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