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TRANSMITTAL LETTER

FILED  
00 MAY -1 PM 12:02  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: HOTEL RESERVATIONS FOR LESS.COM, INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

FROM: Roy Martayan  
Name (printed or typed)

400003234154--3  
-05/01/00--01158--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

12705 Cyprus Road  
Address

North Miami, FL 33181  
City, State & Zip

(305) 856-5446  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION  
OF

Hotel Reservations for Less.Com, Inc.

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REGISTRY OF THE STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation shall be:

Hotel Reservations for Less.Com, Inc.

The principal office and mailing address shall be:

9401 Collins Avenue, Surfside, Florida 33 154

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED  
OFFICE AND AGENT

The initial registered office of this Corporation shall be:

12705 Cyprus Road, North Miami, Florida 33 181, and the initial registered agent of this Corporation at such office shall be Roy Martayan, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of one (1) member. The number of Directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number be less than one. The names and addresses of the Directors constituting the initial Board of Directors are :

NAME

ADDRESS

Roy Martayan - President

12705 Cyprus Road

North Miami, FL 33181

\_\_\_\_\_- Vice-Pres.

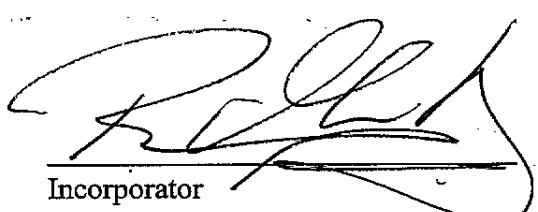
ARTICLE VII - INCORPORATOR

The name and address of the person signing the Articles of Incorporation is:

Roy Martayan

12705 Cyprus Road

North Miami, FL 33176

  
\_\_\_\_\_  
Incorporator

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

RECEIVED  
00 MAY -1 PM 12:03  
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT OF DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Hotel Reservations for Less.Com, Inc.

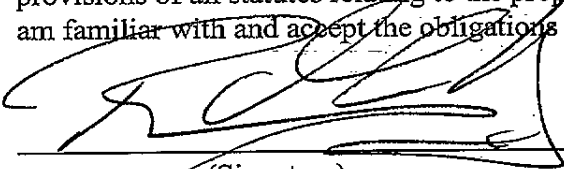
2. The name and address of the registered agent and office is:

Roy Martayan  
(Name)

12705 Cyprus Road  
(P. O. Box not acceptable)

North Miami, FL 33181  
(City/State/Zip)

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.

  
(Signature)