P00000092735

Florida Department of State

Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000052044 5)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

From:
     Account Name    : ATLAS PEARLMAN, P.A.
     Account Number  : 076247002423
     Phone           : (954)763-1200
     Fax Number      : (954)766-7800
```

FLORIDA PROFIT CORPORATION OR P.A.

ONLINE VACATION CENTER, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	$78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT -2 PM 2:18

Electronic Filing Menu   Corporate Filing   Public Access Help

B. McKnight OCT - 2 2000

OCT-02-2000 13:20 FROM-ATLAS PEARLMAN, PA 954-766-7800 T-810 P.001/005 F-050

H00000052044 5

ARTICLES OF INCORPORATION
OF
ONLINE VACATION CENTER, INC.

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I
CORPORATE NAME

The name of this Corporation shall be: ONLINE VACATION CENTER, INC.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation 650 San Marco Drive, Fort Lauderdale, Florida 33301.

ARTICLE III
NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

H00000052044 5

ROXANNE K. BEILLY, ESQ., FLA. BAR #851450
Atlas Pearlman, P.A.
350 East Las Olas Boulevard, Suite 1700
Fort Lauderdale, Florida 33301 Phone No.: (954) 763-1200

ARTICLE IV

CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be twenty million (20,000,000) shares of common stock, par value $.001 per share, and five million (5,000,000) shares of preferred stock, par value $.001 per share. Series of the preferred stock may be created and issued from time to time, with such designations, preferences, conversion rights, cumulative, relative, participating, optional, or other rights, including voting rights, qualifications, limitations, or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such series of preferred stock as adopted by the Board of Directors pursuant to the authority in this paragraph given.

ARTICLE V

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI

REGISTERED AGENT AND INITIAL REGISTERED OFFICE IN FLORIDA

The street address of the initial registered office of the corporation is 650 San Marco Drive, Fort Lauderdale, Florida 33301, and the name of its initial registered agent at such address is Edward B. Rudner.

ARTICLE VII

BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially.

ARTICLE VIII

INITIAL DIRECTOR

The name and address of the initial Director of this Corporation is:

Edward B. Rudner
650 San Marco Drive
Fort Lauderdale, Florida 33301

The person named as initial Director shall hold office for the first year of existence of this Corporation, or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE IX

INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is Edward B. Rudner, 650 San Marco Drive, Fort Lauderdale, Florida 33301.

ARTICLE X

INDEMNIFICATION

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

ARTICLE XI

AFFILIATED TRANSACTIONS

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

ARTICLE XII

CONTROL SHARE ACQUISITIONS

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on the 2 day of October, 2000.

EBRudner

Edward B. Rudner, Incorporator

H00000052044 5

CERTIFICATE DESIGNATING REGISTERED AGENT AND OFFICE FOR SERVICE OF PROCESS

ONLINE VACATION CENTER, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 650 San Marco Drive, Ft. Lauderdale, FL 33301, has named Edward B. Rudner, 650 San Marco Drive, Ft. Lauderdale, FL 33301, as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

Edward B. Rudner

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT -2 PM 2:18