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THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 101524 7153703

AUTHORIZATION :

*Patricia Pizante*

COST LIMIT : \$ 70.00

2001 APR -3 PM 3:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

ORDER DATE : April 3, 2001

ORDER TIME : 1:45 PM

ORDER NO. : 101524-005

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CUSTOMER NO: 7153703

CUSTOMER:

Fernando Perez, Esq.

Bank Of America Plaza  
101 E. Kennedy Blvd, Ste 3200  
Tampa, FL 33601

DOMESTIC FILING

NAME: W&L TRADE AND TRAVEL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

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TO ACKNOWLEDGE  
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DIVISION OF CORPORATIONS

*Ep 4/3/01*

**FILED**

**ARTICLES OF INCORPORATION  
OF  
W&L TRADE AND TRAVEL, INC.**

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TALLAHASSEE FLORIDA

**ARTICLE I - NAME, PRINCIPAL ADDRESS AND MAILING ADDRESS**

The name of the Corporation shall be **W&L TRADE AND TRAVEL, INC.** The principal and mailing address of the corporation shall be 4415 Florida National Dr., Suite 103, Lakeland, Florida 33813.

**ARTICLE II - CAPITAL STOCK**

The Corporation is authorized to issue one thousand (1,000) shares of capital stock of the par value of One Dollar (\$1.00) which shall be designated "Common Shares," and all of which shall have the same rights and privileges.

**ARTICLE III - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which they already hold, shall have the right to purchase their pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

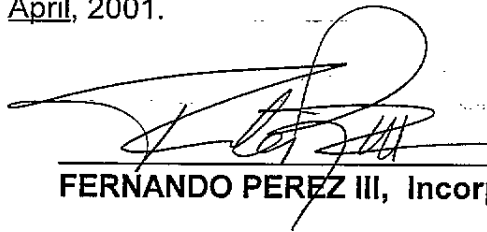
**ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 101 E. Kennedy Blvd., Suite 3200, Tampa, FL 33602, and the name of the initial registered agent of the Corporation at that address is **FERNANDO PEREZ III.**

**ARTICLE V - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is **FERNANDO PEREZ III, 101 E. Kennedy Blvd., Suite 3200, Tampa, FL 33602.**

**IN WITNESS WHEREOF**, the undersigned subscriber has executed these Articles of Incorporation this 2nd day of April, 2001.



**FERNANDO PEREZ III, Incorporator**

**CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT  
UPON WHOM PROCESS MAY BE SERVED**

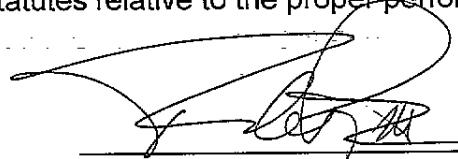
In compliance with the, Florida Statutes, the following is submitted:

That **W&L TRADE AND TRAVEL, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal office at 4415 Florida National Dr., Suite 103, Lakeland, Florida 33813, has designate **FERNANDO PEREZ III**, 101 e. Kennedy Blvd., Suite 3200, Tampa, Florida 33602, as its agent to accept service of process within Florida.

Dated: April 2, 2001

  
\_\_\_\_\_  
**FERNANDO PEREZ III, Incorporator**

Having been named to accept service of process for the above named 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 performance of my duties.

  
\_\_\_\_\_  
**FERNANDO PEREZ III, Registered Agent**

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