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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : INTERNATIONAL BUSINESS
Account Number : I20010000092
Phone : (305) 595-0560
Fax Number : (305) 595-0560

FLORIDA PROFIT CORPORATION OR P.A.

Magaly Travel, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 AUG 24 PM 12:00

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF
Magaly Travel, Inc.**

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be Magaly Travel, Inc.

ARTICLE II. DURATION

This corporation shall commence its perpetual existence upon the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE III. PURPOSE

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue shall be as follows:

Number of Shares	Par Value	Class of Stock
1,000	-0-	Common

ARTICLE V. INITIAL PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

13721 SW 45 Terrace
Miami, Florida 33175

ARTICLE VI. INITIAL REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 8108 SW 103 Avenue, Miami, Florida 33173 and the name of the initial registered agent of the corporation at that address is Marie Jorczak.

ARTICLE VII. DIRECTORS

This corporation shall have at least one director, with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that the corporation be managed by the Director. The names and addresses of the directors of the corporation shall be:

Rafael Suarez
13721 SW 45 Terrace
Miami, FL 33175

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Marie Jorzak, 8108 SW 103 Avenue, Miami, Florida 33173.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the State of Florida this 2nd day of August, 2001.

By: Marie Jorzak
Marie Jorzak, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process on behalf of International Business Incorporators, Inc. the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations on the undersigned as registered agent.

Executed this 2nd day of August 2001.

By: Marie Jorzak
Marie Jorzak, Registered Agent

SECRET
DIVISION OF STATE
CORPORATIONS
01 AUG 24 PM 12:00