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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 : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

FANCY TRAVEL.COM, INC.

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. McKnight SEP 10 2001

ARTICLES OF INCORPORATION
OF

FANCY TRAVEL.COM, INC.

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

ARTICLE I NAME

The name of the corporation shall be:

FANCY TRAVEL.COM, INC.

The principal place of business of this corporation shall be:

**7540 SW 54TH CT
MIAMI FL 33143**

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.

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 is:

100 SHARES @ \$10.00 PAR VALUE

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name (s) and street address (es) of the initial officer (s) and director (s), if any, who shall hold office the first year of the corporation's existence or until their successor (s) is (are) elected, is (are):

**MAURICIO RODRIGUEZ
PSDT/CEO/TRES/SEC.
7540 SW 54TH CT
MIAMI FL 33143**

**MANUEL PEREZ
VICE PRESIDENT
7540 SW 54TH CT
MIAMI FL 33143**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VI INCORPORATOR (S)

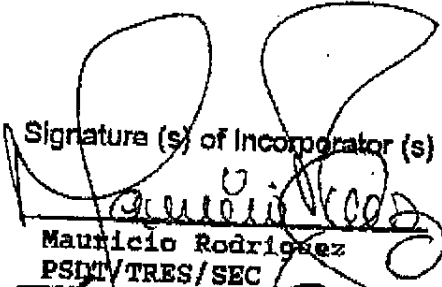
The name (s) and street address (es) of the incorporator (s) to this articles of incorporation is (are):

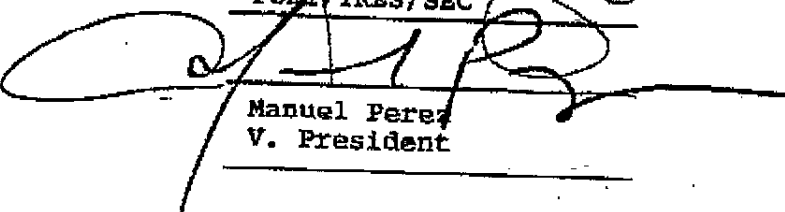
MAURICIO RODRIGUEZ
PSDT/TRES/SEC/CEO
7540 SW 54TH CT
MIAMI FL 33143

MANUEL PEREZ
V. PRESIDENT
7450 SW 54TH CT
MIAMI, FL 33143

IN WITNESS WHERE OF, the undersigned incorporator (s) has (have) executed these Articles of incorporation this 7TH day of SEPTEMBER, 2001.

Signature (s) of Incorporator (s)


Mauricio Rodriguez
PSDT/TRES/SEC


Manuel Perez
V. President

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TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 807.325, 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.

1. The name of the corporation:

FANCY TRAVEL.COM, INC.

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

MAURICIO RODRIGUEZ

(P.O. BOX NOT ACCEPTABLE)

7540 SW 54TH CT., MIAMI, FL 33143

SIGNATURE

Mauricio Rodriguez

TITLE PSDT/TRES/SEC/AGENT/CEO

DATE

9/7/01

HAVING BEEN NAMED 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 807.325, FLORIDA STATUTES.

SIGNATURE

Mauricio Rodriguez

DATE

9/7/01