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

SUBJECT:							
Enclosed is an origin	nal and one(1) copy of the articl						
□ \$70.00 Filing Fee	Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy	\$87.50 Filing Fee, Certified Copy & Certificate of Status				
FROM:	Name (Pr C/O ITS 244/ N	Hernandez inted or typed) Vacation, I W 93 Rd Aus ddress	enc. E., Suite I	07 B			
	(305)	591-949 lephone number	4				

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

OI SEP 17 - 12: 42
SECRETARY OF STATE
TALLAMASSEE, FLORIDA

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B 9-17-01

ARTICLES OF INCORPORATION

The undersigned natural persons, hereby associate themselves with the intention of forming a corporation in accordance with the Florida Corporation Act, and hereby adopt the following articles of incorporation for such corporation:

ARTICLE I NAME

The name of the corporation shall be:

ITS Vacation, Inc.

ARTICLE II PURPOSE

The purpose for which the corporation is organized is:

To conduct business in the wholesale tour operator business.

ARTICLE III CAPITAL STOCK

The total number of shares of capital stock, which the corporation shall be authorized to issue, is 100 shares. Such shares shall be of a single class of common stock, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE IV CAPITALIZATION

The amount of capital with which the corporation will begin to conduct business in the wholesale tour operator business is not less than One Hundred Dollar (\$100.00).

ARTICLE V _ DURATION

The Corporation shall have perpetual existence.

ARTICLE VI PRINCIPAL OFFICE

The initial street address of the corporation's principal office is:

2441 N.W. 93rd Avenue, Suite 107B Miami, Fl 33172

ARTICLE VII MANAGEMENT BY SHAREHOLDERS

The corporation shall be a close corporation within the meaning of, and governed by, the Florida Close Corporation Act. The business of the corporation shall be managed by its shareholders pursuant to applicable Florida Statues and its directors.

ARTICLE VIII SUBSCRIBERS

The name and address of each person signing these articles of incorporation as a subscriber is:

Norma Hernandez
2441 N.W. 93rd Avenue, Suite 107B
Miami, Fl 33172

President
50%

Dinorah Munoz
2441 N.W. 93rd Avenue, Suite 107B
Miami, Fl 33172

Vice President
50%

ARTICLE IX DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders: or (2) on the affirmative vote of the holders of at least two thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rate, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

ARTICLE X REGISTERED AGENT AND REGISTERED ADDRESS

The name and address of the registered agent is as follows:

Dinorah Munoz 2441 N.W. 93rd Avenue, Suite 107B Miami, Fl 33172 CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT ITS VACATION INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED ITS VACATION INC. LOCATED AT 2441 N.W. 93RD AVE., SUITE 107B IN THE CITY OF MIAMI, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE PROCESS WITHIN FLORIDA.

CICNATIRE	Mana	Dread	Corporate Officer)
SIGNATURE	7 1011191)

TITLE

PRESIDENT

DATE

9-9-01

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES RELATIVE TO THE PROPER AND COMPETE PERFORMANCE OF MY DUTIES.

SIGNATURE

(Resident Agent)

DATE

ECRETARY OF STALLAHASSEE, FLO