

OFFICE USE ONLY

LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. CVC USA TRAVEL INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time 2:00 ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

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01 OCT 16 PM 12:58
01 OCT 16 AM 11:18
TALLAHASSEE FLORIDA
SECRETARY OF STATE
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of the corporation shall be **CVC USA TRAVEL INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be **7587 NW 7th Street, Miami, Fl 33126.**

ARTICLE III - PURPOSE AND DURATION

This corporation is organized for the purpose of transacting any and all lawful business, and shall have perpetual existence commencing at the time of filing of the ARTICLES OF INCORPORATION with the Department of State.

ARTICLE IV - STOCKS

the number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares at \$ 1.00 (one dollar) each par value common stocks.

ARTICLE V - TRANSFER OF STOCKS

The stock certificates of the corporation shall be numbered and registered in the share ledger and transfer books of the corporation as they are issued. They shall bear the corporate seal and shall be signed by the President.

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TALLAHASSEE FLORIDA

Transfer of shares shall be made on the books of the corporation upon surrender of the certificates therefor, endorsed by the person named in the certificate or by attorney, lawfully constituted in writing. No transfer shall be made which is inconsistent with law.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially.

The number of directors may be increased or diminished from time to time as provided for by the Bylaws, but shall never be less than two. The names of the initial directors of this corporation are:

Flavio Ferri_____ **PRESIDENT**

Miguel Mazza_____ **VICE-PRESIDENT**

ARTICLE VII - PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorated share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII - SHAREHOLDERS QUORUM AND VOTING

Fifty percent of the shares plus one entitled to vote represented in person or by proxy shall constitute a quorum at the meeting of shareholders. If the quorum is present the affirmative vote of fifty percent of the shares plus one represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE IX - CUMULATIVE VOTING

At each election for directors each shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE X - CALLING OF SPECIAL MEETING

Special meetings of the shareholders may be called by the Board of Directors.

ARTICLE XI - BYLAWS

The power to adopt, alter, amend and repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII - RIGHT UPON LIQUIDATION OR DISSOLUTION

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares all receive a ratable distribution of the assets of the corporation.

ARTICLE XIV - INCORPORATORS

The name and street address of the incorporators to these Articles of Incorporation are:

Flavio Ferri
1113 Sunflower Circle
Weston. Florida 33327

Miguel Mazza
13971 SW 146 Terr.
Miami, Florida 33186

they undersigned subscriber have executed these Articles of
Incorporation this **11 day of October of 2001.**

Signature

PRESIDENT

Signature

VICE-PRESIDENT

ARTICLE XV - INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent of this corpo-
ration is **Flavio Ferri.**

The street address of the initial registered agent of this
corporation is **1113 Sunflower Circle, Weston, Fl. 33327.**

Having been named to accept service of process for the
above stated corporation, at the place designated in
this Articles of Incorporation, 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 perfor-
mance of my duties, and I accept the duties and obligations
of Section 607.325 of Florida statutes.

Agent Sign

Date: October 11 of 2001.

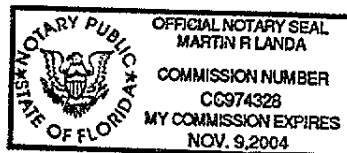
STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME, an officer duly authorized in the State of
aforesaid and in the County aforesaid, to
take acknowledgments, personally appeared
Flavio Ferri and Miguel Mazza, to me known
to be the persons described in and who
executed the same for the purposes therein
expressed.

WITNESS my hand and official seal in the County
and State last aforesaid on this **11 day**
of October of 2001.


NOTARY PUBLIC
State of Florida at Large

My commission expires:



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