

**Electronic Articles of Incorporation
For**

**P01000118197
FILED
December 12, 2001
Sec. Of State**

USAVACATIONS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

USAVACATIONS, INC.

Article II

The principal place of business address:

325 SONOMA VALLEY CIR.
ORLANDO, FL. 32835

The mailing address of the corporation is:

325 SONOMA VALLEY CIR.
ORLANDO, FL. 32835

Article III

The purpose for which this corporation is organized is:

THE INITIAL BUSINESS TO TRANSACT FOR THIS CORPORATION IS
TELEMARKETING AND SALE OF TRAVEL SERVICES

Article IV

The number of shares the corporation is authorized to issue is:

500

Article V

The name and Florida street address of the registered agent is:

RUBEN D TORO
7345 SAND LAKE RD.
204
ORLANDO, FL. 32819

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: RUBEN D. TORO

Article VI

The name and address of the incorporator is:

RUBEN D. TORO
7345 SAND LAKE RD., STE. 204
ORLANDO FL 32819

Incorporator Signature: RUBEN D. TORO

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: DP
RICARDO A VEIGA-GARCIA
325 SONOMA VALLEY CIR.
ORLANDO, FL. 32835