

PD20000011279

Florida Department of State

Division of Corporations

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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

MARSAN MIAMI TOURS & TRANSPORTATION, INC.

Certificate of Status	0
Certified Copy	0
Page Count	0710
Estimated Charge	\$70.00

W-2733

FILED
02 JAN 31 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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(e)

**CERTIFICATE OF INCORPORATION
OF
MARSAN MIAMI TOURS & TRANSPORTATION, INC.**

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02 JAN 31 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned *subscribers* to these Articles of Incorporation each a natural person competent to contract, hereby associate themselves together to form a corporation under the law of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: Marsan Miami Tours & Transportation, Inc.

ARTICLE II. NATURE OF THE BUSINESS.

The general nature of this business to be transacted by this corporation is any legal business in the State of Florida or in the United States.

To conduct business in, have one or more offices in and sell, import, export, buy, hold, mortgage, convey, lease, construction and building or otherwise dispose of real and personal property, including patents, franchises, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of property, or other instruments to secure the payment to corporate indebtedment as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares or the capital stock of, or any bonds, securities, or other evidences or indebted created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the rights to vote such stock.

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Prepared by:
Carlos Solano
1235 Alton Rd.
Miami Beach, Fl. 33139
(305) 674-1681

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 100 (One Hundred) shares of common stock having a nominal of \$10.00 Par/ value.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business with is \$ 1,000.00 (One Thousand 0/100)

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of this corporation in the State of Florida is: 165 NW 92 Street, Miami, Fl. 33150. The board of directors may from time to time move the principal office to any other office in Florida.

ARTICLE VII. DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII. SUBSCRIBERS & DIRECTORS

The name and post office address of each subscriber and director to these Articles of Incorporation is:

Mario C. Rodriguez

President
Director

165 NW, 92 Street Miami, Fl. 33150

Santiago Gomez

Secretary
Director

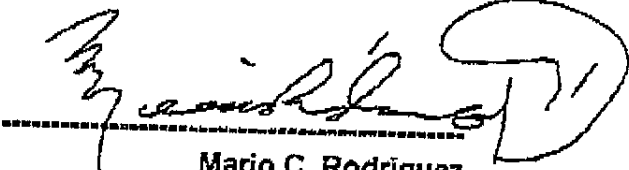
165 NW, 92 Street Miami, Fl. 33150.

ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT

The registered offica shall be at 165 NW, 92 Street, Miami, Fl. 33150 and the registered agent being Mario C.Rodriguez.

ARTICLE X. AMENDMENT

This Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the board of directors proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon.



Mario C. Rodriguez
President
Director



Santiago Gomez
Secretary
Director

**CERTIFICATE DESIGNATING PLACE OF BUSINESS, DOMICILE, OR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
PROCESS MAY BE SERVED.**

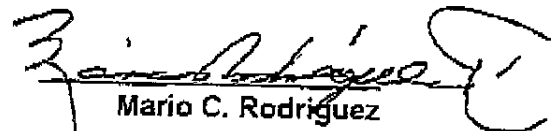
In compliance with Section 607.34 Florida Statutes, the following is
submitted, in compliance with said act:

FIRST: That, Marsan Miami Tours & Transportation, Inc. desiring to
organize or qualify under the laws of the State of Florida with its principle
office as indicated in the articles of incorporation at Miami Beach, Florida,
has hereby named Mario C. Rodriguez of 165 NW 92 Street, Miami, FL
33150 as its agent to accept services of process within this state.

ACKNOWLEDGMENT:

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
provision of said act relative to keeping open said office.


Mario C. Rodriguez
Register Agent

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02 JAN 31 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA

) SS

COUNTY OF MIAMI-DADE

I HEREBY CERTIFY: That on this day, before me, a Notary Public the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared, Mario C. Rodriguez & Santiago Gomez of Marsan Miami Tours & Transportation, Inc. a Florida Corporation.

Who after being duly sworn, executed the foregoing Articles of Incorporation and acknowledged before me as subscriber(s) to those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami Beach, said County and State, on this 29th day of the month of January 2002.


NOTARY PUBLIC SEAL.

MY COMMISSION EXPIRES:



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