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To:

Division of Corporations  
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From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**INFINITY TRAVEL & SERVICES INT'L INC.**

Certificate of Status	0
Certified Copy	1
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02 FEB 22 AM 11:07  
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**ARTICLES OF INCORPORATION**  
**OF**  
**INFINITY TRAVEL & SERVICES Int'l INC.**

The undersigned subscribers to these Articles of Incorporation, each a natural person, domestic or foreign corporation, partnership or association, competent to contract, hereby associate themselves together to form a corporation under the Laws of Florida.

**ARTICLE I. -NAME**

The name under which this corporation will conduct its business and be known and recognized is:

INFINITY TRAVEL & SERVICES INT'L, INC.

**ARTICLE II. - NATURE OF BUSINESS**

The general nature of the business to be transacted by this Corporation shall be:

TRAVEL AND SERVICES

Any and all activities permitted under the Laws of the State of Florida and the United States of America.

**ARTICLE III. - CAPITAL STOCK**

The maximum number and class of shares of stock that this Corporation is authorized to have outstanding any one time are One Hundred (1000.00) Shares at \$1.00 par Value.

Stock (including treasury shares) may be paid for by cash or other property, tangible or intangible, or by labor or service actually performed for the corporation, neither promissory notes nor future services shall constitute payment for the issuance of shares.

All the aforementioned stocks to be issued as fully paid for and exempt from assessment. Each shares representing one vote. There will be no pre-emptive rights on the part of the shareholders to acquire unissued or treasure shares or convertible securities.

**ARTICLE IV - TERM OF EXISTENCE**

This corporation is to exist perpetually unless a voluntary dissolution by the written consent of all its shareholders or an act of the corporation to that effect takes place.

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#### ARTICLE V - ADDRESS

The initial place of business address of this corporation in the State of Florida is:  
1940 WEST 60 STREET, Hialeah, Fla

The registered office address for this corporation in the State of Florida will be:  
1940 WEST 60 STREET Hialeah, Fl. 33012  
Its registered agent:

JOSEFINA DECAMPS

The Board of Directors may from time to time move the principal office to any other address in Florida.

#### ARTICLE VI - SHAREHOLDER

Shareholders meetings will take place once a year or within the geographical boundaries of the State of Florida.

A majority of the shares entitled to vote, represented in person or proxy, shall constitute a Quorum, but in not event shall a quorum consist of less than on third of the shares entitled to vote at the meeting.

Shareholders will have the power to adopt, alter, amend or repeal corporate by-laws or they may vest such responsibilities on the board of Directors.

#### ARTICLE VII -DIRECTORS

This Corporation shall have two Directors initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-laws, but shall never be less than one (1).

The Corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer of the corporation or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or liability provided that no person shall be indemnified

ARTICLE VIII - INITIAL DIRECTORS

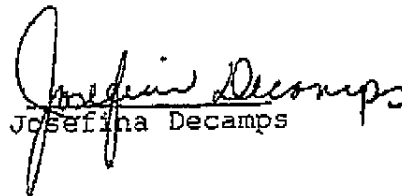
The names and post office addresses of the members of the first board of Directors are

<u>NAME</u>	<u>ADDRESS</u>
Josefina Decamps, President	1940 west 60 street Hialeah, Fl. 33012

ARTICLE IX - SUBSCRIBERS

The name and post office address of each subscriber of these articles of Incorporation is:

<u>NAME</u>		<u>ADDRESS</u>
Josefina Decamps	1000 stocks	1940 West 60 street Hialeah, Fl. 33012

  
Josefina Decamps

ARTICLE X - AMENDMENT

This Article of Incorporation may be amended in any or as many respects as may be desired, provided that the amended articles contain only such provisions as might be lawfully contained in the original articles at the time of the amendment.

A charter amendment requires the affirmative vote of the holders of a majority of the shares entitled to vote thereon.

Restate articles of Incorporation may be adopted, IN WITNESS WHEREOF, the parties to these Articles of Incorporation have hereunto set their hands and seals this 20<sup>th</sup> days of February.

against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are peculiarly or otherwise interested in, or are director individually, or any firm of which any directors or officers of, such other corporation; any director may be a member, may be party to, or may peculiarly or otherwise interested in any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members therefor as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the Corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other corporation of not so interested.

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuant to Chapter 48.091 Florida States, the following is submitted, in compliance with said Act:

First that Infinity Travel & Services int'l inc, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Hialeah County of Dade State of Florida has named, Josefina Decamps located at 1940 west 60<sup>th</sup> Street, Hialeah, Florida 33012 County of Dade, State Florida, as its agent to accept services of process within the State.

**ACKNOWLEDGMENT,**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative keeping open said office.

This article of Incorporation are made to the 20<sup>th</sup> days of the month of February the year 2002

BY

  
Josefina Decamps Resident AgentSECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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