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DIVISION OF REGISTRATION

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TALLAHASSEE, FLORIDA
03 JAN 24 PM 2:30

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LAZARUS CORPORATE FILING SERVICE

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MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

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

1. CENTRO VACANZE USA, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)



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Certificate of Status

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<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

ARTICLES OF INCORPORATION

OF

CENTRO VACANZE USA, INC.

FILED

03 JAN 24 PM 2: 30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME OF THE CORPORATION

The name of this Corporation is as follows:

CENTRO VACANZE USA, INC.

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is:

**13501 SW 128TH ST STE 103
MIAMI, FL 33186**

ARTICLE III
PURPOSE OF CORPORATION AND
NATURE OF CORPORATE BUSINESS

This Corporation is organized for the following business purposes:

To engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITAL STOCK OF CORPORATION

This Corporation is authorized to issue ONE HUNDRED (100) shares of ONE DOLLAR (\$1.00) par value common stock. Consideration to be paid for each share of common stock will be designated by the Board of Directors.

ARTICLE V
INITIAL BOARD OF DIRECTORS

The names and post office addresses of the members of the first board of Directors of this Corporation, are:

<u>NAMES</u>	<u>POST OFFICE ADDRESS</u>
Bortolo Dalle Nogare	Via Giovanelli, 23 38100 Trento, Italy
Maria Teresa Tasin	Via Giovanelli, 23 38100 Trento, Italy
Luigi Dalle Nogare	Via Giovanelli, 23 38100 Trento, Italy

ARTICLE VI
REGISTERED AGENT

The name and Florida street address of the Registered Agent for this corporation is:

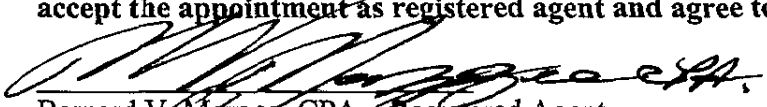
Bernard V. Mazzeo, CPA
13501 SW 128th St STE 103
Miami, FL 33186

ARTICLE VII
INCORPORATOR

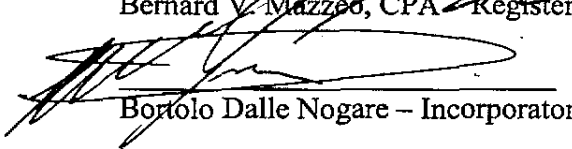
The name and post office address of the Incorporator executing the Articles of Incorporation of this Corporation are:

Bortolo Dalle Nogare
Via Giovanelli, 23
38100 Trento, Italy

Having been named as registered agent to accept service of process for the above named corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Bernard V. Mazzeo, CPA - Registered Agent

1/18/2003
Date


Bortolo Dalle Nogare - Incorporator

1-18-2003
Date