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Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

STATE
TALLAHASSEE
FLORIDA

2003 MAY -6 PM 3:54

FLORIDA PROFIT CORPORATION OR P.A.

AFFINITY TRAVEL, INC.

Certificate of Status	0
Certified Copy	1
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5/6/03

ARTICLES OF INCORPORATION
OF
AFFINITY TRAVEL, INC.

2003 MAY -6 PM 3:54

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: AFFINITY TRAVEL, INC.

The principal place of business of this corporation shall be: 2701 Spivey Lane, Orlando, FL 32837.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 10,000,000 shares @ 1,000,000 Par Value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

MALCOLM J. WRIGHT
2701 Spivey Lane
Orlando, FL 32837.

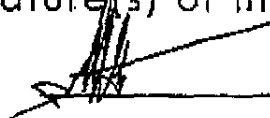
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

MALCOLM J. WRIGHT
2701 Spivey Lane
Orlando, FL 32837

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this, 6th day of April 2003.

Signature(s) of Incorporator(s)



1. The first step is to identify the problem or question that needs to be answered. This involves understanding the context and the specific requirements of the task.

CERTIFICATE OF DESIGNATION 20
REGISTERED AGENT/REGISTERED OFFICE

2003 MAY -6 PM 3:54

Pursuant to the provisions of Section 607.025, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

AFFINITY TRAVEL, INC.

2. The name and address of the registered agent and office is:

MALCOLM J. WRIGHT

2701 Spivey Lane

(P.O. BOX NOT ACCEPTABLE)

Orlando, Fl 32837.

(CITY/STATE/ZIP)

SIGNATURE

TITLE

DATE 5-6-03

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 PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE 5-6-03