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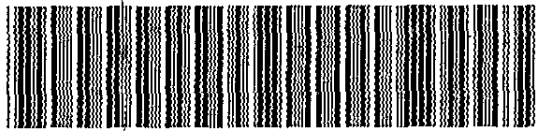
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Edward A. Williamson
2409 NE 26th Avenue
Ft. Lauderdale, FL 33305
(954) 629-7048

August 17, 2004

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

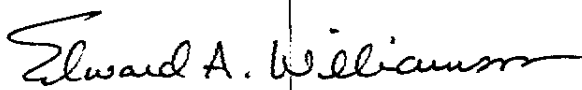
To Whom It May Concern:

Enclosed for filing are an original and one (1) copy of the Articles of Incorporation for Global Travel & Incentive, Inc., as well as the original and one (1) copy of the Acceptance of Registered Agent.

In addition, I would like to receive a Certified Copy Record for Global Travel & Incentive, Inc. Please send a copy of the stamped Articles of Incorporation and Acknowledgement and the Certified Copy of Record for such entity to the address set forth above. A check in the amount of \$78.75 payable to the Florida Department of State is enclosed.

If you have any questions, please do not hesitate to call.

Sincerely,



Edward A. Williamson

Enclosures

**ARTICLES OF INCORPORATION
OF
GLOBAL TRAVEL & INCENTIVE, INC.**

Article I - Name and Address

The name, address and principal place of business of this corporation

GLOBAL TRAVEL & INCENTIVE, INC.
2409 NE 26th Avenue
Fort Lauderdale, FL 33305

Article II - Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be organized under the laws of the United States and the Florida Business Corporation Act and to engage in any business or transaction deemed necessary, convenient or incidental to carrying out any of such business within or without the United States.

Article III - Capital Stock

This corporation is authorized to issue 1,000 shares of common stock, par value \$0.01 (the "Common Stock"). The Board of Directors may authorize the issuance of the Common Stock to such persons upon such terms and for such consideration in cash, property or services as the Board of Directors may determine and as may be allowed by law. The Board of Directors shall fix the valuation of such property or services. All of the Common Stock, when issued, shall be fully paid and exempt from assessment.

Article IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is:

2409 NE 26th Avenue
Fort Lauderdale, FL 33305

and the name of the initial registered agent of this corporation at such address is Edward Alton Williamson.

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Article V - Incorporator

The name and address of the initial incorporator of this corporation are:

Edward Alton Williamson
2409 NE 26th Avenue
Fort Lauderdale, FL 33305

Article VI - Board of Directors

The number of directors may be either increased or decreased from time to time as provided in the By-Laws but shall never be less than one. The name and address of the initial directors are:

Julia Ann Lane
2409 NE 26th Avenue
Fort Lauderdale, FL 33305

Edward Alton Williamson
2409 NE 26th Avenue
Fort Lauderdale, FL 33305

Article VII - Officers

The name and address of the initial officers of this corporation, who shall hold such offices until his or her successors for such office shall have been duly elected and qualified, are:

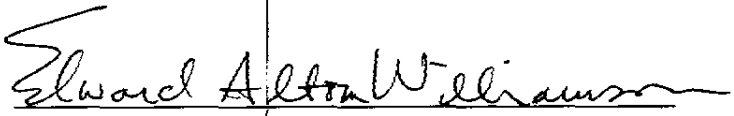
Chief Executive Officer:

Julia Ann Lane
2409 NE 26th Avenue
Fort Lauderdale, FL 33305

Chief Financial Officer and Secretary:

Edward Alton Williamson
2409 NE 26th Avenue
Ft. Lauderdale, FL 33305

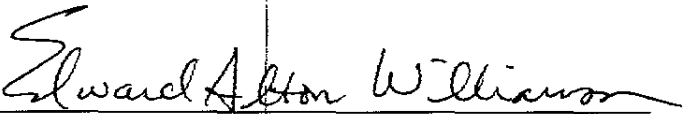
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 17th day of August, 2004.


Edward Alton Williamson
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for GLOBAL TRAVEL & INCENTIVE, INC. at the place designated in the Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Dated this 17th day of August, 2004.


Edward Alton Williamson

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