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Document prepared by: Carol Borglum
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EFFICIENT

01-01-05

FLORIDA PROFIT CORPORATION OR P.A.

BAGS HOLDINGS, INC.

Certificate of Status	1
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FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

January 3, 2005

FOLEY & LARDNER

SUBJECT: BAGS HOLDINGS, INC.
REF: W05000000001

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Tim Burch
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FAX Aud. #: H04000255571
Letter Number: 605A00000017

**ARTICLES OF INCORPORATION
OF
BAGGAGE AIRLINE GUEST SERVICES HOLDINGS, INC.**

a Florida corporation

PURSUANT to the provisions of the Florida Business Corporation Act, the undersigned Sole Incorporator of BAGGAGE AIRLINE GUEST SERVICES HOLDINGS, INC. (the "Corporation") hereby adopts the following Article of Incorporation for such Corporation:

ARTICLE I

Name

The name of the corporation is **BAGGAGE AIRLINE GUEST SERVICES HOLDINGS, INC.**

ARTICLE II

Purpose

The Corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

Duration

The period of existence of the Corporation is perpetual.

ARTICLE IV

Address

The mailing address and street address of the principal office of the Corporation is 621 E. Washington St., Suite 8, Orlando, FL 32801.

ARTICLE V

Shares

The corporation shall have authority to issue Ten Thousand (10,000) shares of Common Stock, One Cent (\$0.01) par value per share.

EFFECTIVE DATE

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ARTICLE VI

Initial Registered Office and Agent

The name and street address of the initial registered agent for the Corporation is F&L Corp., One Independent Drive, Suite 1300, Jacksonville, FL 32202-5017.

ARTICLE VII

Incorporator

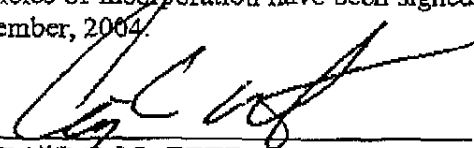
The name and address of the sole incorporator of the Corporation is Craig C. Mateer, 621 E. Washington St., Suite 8, Orlando, FL 32801.

ARTICLE VIII

Effective Date

These Articles of Incorporation shall be effective at 12:01 a.m. EST, the 1st day of January, 2005.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the undersigned incorporator this 30th day of December, 2004.


CRAIG C. MATEER, Incorporator

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**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, having been named in Article VI of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as Registered Agent of the corporation.

DATED, this 30th day of December, 2004.

REGISTERED AGENT:

F & L CORP., a Wisconsin corporation

By: 
John A. Sanders
Agent and Authorized Signatory

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