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

From:
Account Name : CORPDIRECT AGENTS, INC.
Account Number : 110450000714
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FLORIDA PROFIT CORPORATION OR P.A.

PASEOS TRAVEL, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

OF

PASEOS TRAVEL, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is **PASEOS TRAVEL, INC.**, (hereafter called the "Corporation").

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of the Corporation is:

3192 S.W. 148 Place
Miami, Florida 33185

ARTICLE III

PURPOSE

The purpose for which the Corporation is organized is to transact any lawful business.

ARTICLE IV

CAPITAL STOCK

The number of shares of stock that the Corporation is authorized to issue is One Thousand (1,000) shares, par value \$0.01 per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office is 3192 S.W. 148 Place, Miami, Florida 33185. The name of the Corporation's initial registered agent at that office is Jose A. Cabrera III.

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ARTICLE VI
INITIAL DIRECTOR

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors are two, and the names and addresses of the members of the initial Board of Directors, who will serve as the Corporation's director until their successors are duly elected and qualified are:

Jose A Cabrera III
3192 S.W. 148 Place
Miami, Florida 33185

Christine Alvarez
3192 S.W. 148 Place
Miami, Florida 33185


ARTICLE VII
INCORPORATOR

The name and address of the incorporator of the Corporation is Jose A. Cabrera III, 3192 S.W. 148 Place, Miami, Florida 33185.

ARTICLE VIII
INDEMNIFICATION

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned being the Incorporator named above, has executed these Articles of Incorporation this August 3rd, 2005.



Jose A. Cabrera III, Incorporator

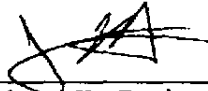
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**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of **PASEOS TRAVEL, INC.**, a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this August 3rd, 2005.



Jose A. Cabrera III, Registered Agent

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