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June 14, 2007

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

EMPIRE CORPORATE KIT COMPANY

SUBJECT: CRUISES & TOURS BY MADELIN, INC.  
REF: W07000028306

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**ARTICLES OF INCORPORATION  
OF  
CRUISES & TOURS BY MADELIN, INC**

The undersigned subscribers to these Articles of Incorporation, each a natural person domestic or foreign Corporation, Partnership or Association, competent to contract, hereby associate themselves together to form Corporation under the Law of Florida

**ARTICLE I.- NAME**

The name under which this Corporation will conduct its business and be known and recognized is

**CRUISES & TOURS BY MADELIN, INC**

**ARTICLE II.- NATURE OF BUSINESS**

The general nature business to be transacted by this Corporation shall be:

**CRUISES, TOURS, TRAVEL AND MULTIPLE SERVICES**

Any and all activities permitted under the law of the State of Florida and the United States of America.

**ARTICLES III.- CAPITAL STOCK**

The maximum number and class of shares of stock that this Corporation is authorized to have outstanding any one time are One Hundred (100) at 1.00 value.

Stock (including treasury shares) may be paid for by cash or other property, tangible or intangible, or by labor or service actually performed for the Corporation. Neither promissory notes or future services shall constitute payment for the issuance of shares.

All the aforementioned stocks to be issue as fully paid for and exempt from assessment. Each share representing one vote. There will be no pre-emptive rights on the part of the shareholders to acquire unissued or treasure shares or convertible securities.

**ARTICLE IV.- TERM OF EXISTENCE**

This Corporation is to exist perpetually unless a voluntary dissolution by the written consent of all its shareholders or an act of the Corporation to that effect takes place.

Prepared by: *Josefina Decamps*  
Josefina Decamps

Infinity Travel & Services

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#### **ARTICLES V.- ADDRESS**

The initial place of business address of this Corporation in the State of Florida is :

38 S Federal Hwy Suite 9  
Dania Beach, Florida 33004

The registered office address for this Corporation in the State of Florida will be:

38 S Federal Hwy Suite 9  
Dania Beach, Florida 33004

Its registered Agent:

MADELIN ACOSTA

#### **ARTICLE VI.- SHAREHOLDER**

Shareholders meeting will take place once a year or within the geographical boundaries of the State of Florida

A majority of the shares entitled to vote represented in person or proxy, shall constitute a Quorum, but in not event shall a quorum consist of less than on third of the shares entitled to vote at the meeting.

Shareholder will have the power to adopt, alter amend, or repeal corporate by-laws or the may be such responsibilities on the board of Directors

#### **ARTICLES VII.- DIRECTORS**

This Corporation shall have one Director initially. The number of Director may be increased from time to time un such manner as be prescribed by the By-Laws but shall never be less than one (1) .

The Corporation shall indemnify and hold harmless each person who shall, serve at anytime hercafter as a Director or Officer if the Corporation, and any person who serves at the request of this Corporation, as a Director or Officer of any Corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a Director or Officer of the Corporation or by reason of any action alleged to have been heretofore or hercafter taken or omitted by him as such person for all legal and other expenses reasonably incurred by him in connection with claim liability provided that no person shall indenimified.

Against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such Officer or Director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provision shall not exclude any other rights to which he may be law fully entitled nor shall anything herein contained restrict the right of the Corporation to indemnify reimbursed such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation shall in any way be affected upon or invalidated by the fact that any of the Director of the Corporation are peculiarly or otherwise interested in any contract or transaction of the Corporation provided that the fact that he or such firm so interest shall be disclosed or shall have known to the Board of Directors or such members thereof shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken, and any Director of the Corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction, with the like force and effect as if he were not such Director or Officer of such other Corporation or not so interest.

#### ARTICLE VIII- INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

MADIELIN ACOSTA  
38 S FEDERAL HWY SUITE 9  
DANIA BEACH, FLORIDA 33004  
100 STOCK

#### ARTICLE IX.- SUBSCRIBER

The name and Post Office address of each subscriber of these articles of Incorporation is:

MADIELIN ACOSTA  
38 S FEDERAL HWY SUITE 9  
DANIA BEACH, FLORIDA 33004

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**ARTICLE X.- AMENDMENT**

These Article of Incorporation may be amended in any or as many respects as may be desired, provided that the amended articles contain only such provisions as might be lawfully contained in the original articles at the time of the amendment.

A charter amendment require the affirmative vote of the holders of a majority of the shares entitles to vote thereon.

Restate Articles of Incorporation may be adopted in WITNESS WHEREOF, the parties to these Articles of Incorporation have hereunto set their hands and seals this 5TH days of June, 2007.

Madelin Acosta  
MADELIN ACOSTA

**CERTIFICATE DESIGNATING PLACE OR BUSSINESS OR DOMICILE FOR THE SERVICE OF PORCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuant to Charter 48.091 Florida Statute, the following is submitted in compliance with said act:

First the, desiring to organize under the laws of the State of Florida with its principal Office, as indicated in the Articles of Incorporation at City of Dania Beach County of Broward State of Florida has named MADELIN ACOSTA, located at 38 S Federal Hwy Ste 9, Dania Beach 33004, County of Broward State of Florida, as its agent to accept services of process within.

**ACKNOWLEDGMENT:**

Having been named to accept service to process for the above Started Corporation at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative keeping open said office,

Madelin Acosta  
BY: MADELIN ACOSTA  
Resident Agent

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