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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRD
7/31

1077-33822

Law Offices
LAURENCE FEINGOLD
Professional Association

July 25, 2007

Attn: Ruby Dunlap
State of Florida
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

Re: New Filing

Dear Ms. Dunlap:

Enclosed please find the following:

1. Revised Articles of Corporation.
2. Your letter dated July 16, 2007.

Thank you for your attention and cooperation in this matter. Should you have any questions do not hesitate to call me.

Sincerely,



LAURENCE FEINGOLD
LF:wb

Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 16, 2007

LAURENCE FEINGOLD, P.A.
407 LINCOLN ROAD
SUITE #708
MIAMI BEACH, FL 33139

SUBJECT: ACE ALL AROUND TRAVEL, INC.
Ref. Number: W07000033822

We have received your document for ACE ALL AROUND TRAVEL, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

The corporate address must be consistent wherever it appears throughout the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap
Regulatory Specialist
New Filing Section

Letter Number: 907A00044914

**ARTICLE OF INCORPORATION OF
ACE ALL AROUND TRAVEL, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I Name

The name of this corporation is **ACE ALL AROUND TRAVEL, INC.**

ARTICLE II - Duration

This **corporation** shall be perpetual –**ACE ALL AROUND TRAVEL, INC.**

ARTICLE III - Purpose

This corporation is organized for the purpose of transacting any or all lawful s, including but not limited to:

- (a) Any act of business that a natural person could engage in.
- (b) Pursue its purposes and business in any and all locations, foreign or domestic.
- (c) Acquire, own, hold, develop, deal in and with, maintain and operate, unlimitedly, such real and personal property of every kind and description within and without the State of Florida.
- (d) Buy and sell real and personal property of any nature whatsoever.
- (e) Convey, sell, assign, transfer, lease, mortgage, pledge, exchange or otherwise deal with any property.
- (f) import and export wares, goods and merchandise of any nature whatsoever.
- (g) Carry on all or any of the business of manufacturers, producers, fabricators, processors, distributors, purchasers and sells of products and supplies of every kind, character and nature.
- (h) Purchase, hold, sell, transfer or deal in any manner with or in stocks, bonds, obligations, securities or interests of its own or of any other person, firm or corporation -
- (i) Pay cash or issue capital stock, debentures, bonds, mortgages or other obligations of the corporation for any acquisition by the corporation and if any other lawful purpose.
- (j) Engage in the acquisition, ownership, sale distribution and licensing of patents, improvements and franchises, trademarks and trade names, and to operate thereunder.
- (k) Enter into, make and perform contracts of every kind and description with any person, firm or association, corporation and body politic conducive to the attainment of any of the objects or purposes of this corporation.
- (l) Enter into any and all types of agreements relating to financing, factoring and guarantees and to guarantee or secure, in any way, the debts or obligations of any other persons, firms and/or corporation.
- (m) Guarantee performance by any other person and/or entity.

Articles of Incorporation
ACE ALL AROUND TRAVEL, INC.
Page Two

In general, this corporation, may, with out restriction, perform any and all acts and functions permitted by law.

ARTICLE IV - Capital Stock

This corporation is authorized to issue one hundred (100) shares of common stock. Said shares to have no par value.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial principal office of this corporation is 1800 NE 114 Street, Suite # 2210, North Miami, Florida 33181 Tel: (305) 788-8823, Fac (305) 891-1280, E-mail: sandimikemiami@abbmail.com. The name and address of the initial registered agent of this corporation is WALDY BLANCO, 407 Lincoln Road, Suite# 708, Miami Beach, Florida 33139.

ARTICLE VI - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation is:

| Name | Address |
|---------------------------------------|---|
| Michael Schneider – President | 1800 NE 114 Street Suite# 2210 North Miami, FL 33181 Tel: (305) 788-8823 Fax: (305) 891-1280 E-mail:sandimikemiami@abbmail.com |
| Laurence Feingold-Secretary-Treasurer | 407 Lincoln Road, Suite # 708 Miami Beach, FL 33139 |

Articles of Incorporation
ACE ALL AROUND TRAVEL, INC.
Page Three

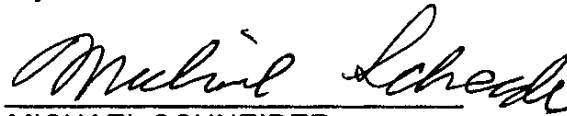
ARTICLE VII- Incorporator

| Name | Address |
|-------------------|---|
| Michael Schneider | 1800 NE 114 Street Suite # 2210 North Miami, FL 33181 Tel: (305) 788-8823 Fax: (305) 891-1280 E-mail: sandimikemiami@abbmail.com |

ARTICLE VIII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed Articles of Incorporation this 12th day of July 2006.

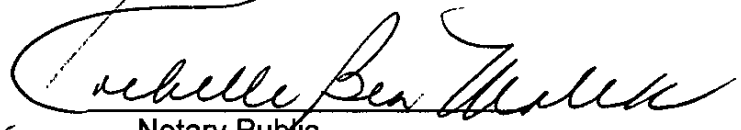

MICHAEL SCHNEIDER

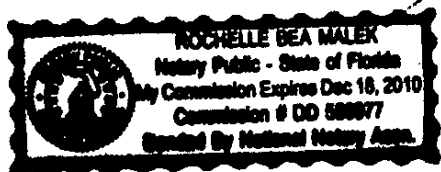
STATE OF FLORIDA)
)SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County aforesaid, personally appeared, known to me and known by me to be the person who executed the foregoing Articles of Incorporation that he executed those cc Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 12th day of July 2007.

My Commission Expires:


Notary Public
State of Florida



CERTIFICATE OF DESIGNATING RESIDENT AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

ACE ALL AROUND TRAVEL, INC.

That _____ desiring to organize under the laws of the State of Florida: with its principal office indicated in the Articles of Incorporation at the City of *North Miami* County of Miami-Dade, State of Florida, has named WALDY BLANCO, located at: 407 Lincoln Road, Suite 708, Miami Beach, Florida 33139, as its agent to accept service of process within this State


MICHAEL SCHNEIDER

ACKNOWLEDGMENT:

Having been named to accept service of process for the abpige stated corporation, place designated in this certificate. I hereby accept to act in this, capacity, and agree ii comply with the provision of said Act relative to keeping open an office.


WALDY BLANCO

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TALLAHASSEE, FLORIDA