

**Electronic Articles of Incorporation
For**

P11000063528
FILED
July 13, 2011
Sec. Of State
psmith

SOL TOURS USA, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

SOL TOURS USA, INC.

Article II

The principal place of business address:

201 SOUTH BISCAYNE BLVD.
FLOOR 28
MIAMI, FL. US 33131

The mailing address of the corporation is:

201 SOUTH BISCAYNE BLVD.
FLOOR 28
MIAMI, FL. US 33131

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS AS A SUBSIDIARY COMPANY OF SOL
□ □ TOURS BRAZIL AGENCIA DE VIAGENS LTDA.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

DIANA PINTO
800 NE 195TH STREET
211
MIAMI, FL. 33179

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: DIANA PINTO

Article VI

The name and address of the incorporator is:

DIANA PINTO
800 NE 195TH STREET
211
MIAMI, FL 33179

Electronic Signature of Incorporator: DIANA PINTO

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
SOL TOURS BRAZIL AGENCIA DE VIAGENS LTDA
AV. ERIVAN FRANCA, 3180
PONTA NEGRA, RN. 59094-130 BR

Title: VP S
MARTIN HOFMANN
201 SOUTH BISCAYNE BLVD., FLOOR 28
MIAMI, FL. 33131 US

Article VIII

The effective date for this corporation shall be:

07/08/2011