JIM SIERRA AND ASSOCIATES

9.290 Sunset Drive • Suite 105 Miami, Florida 33173 SOUTONO 348 WARD (305) 321-5205

DADE (305) 271-7310 (305) 271-0972

> SECRETARY OF STATE CORPORATION DIVISION STATE OF FLORIDA TALLAHASSEE, FL 32304

1 00000 1 305 503 1 31 65775 664 667 4441.1 8 4441.1 (3)

Dear Sirs:

Please send this Articles of Incorporation back to our office at the following address:

JIM SIERRA & ASSOCIATES 9290 SUNSET DR SUITE 105 MIAMI, FL 33173

Thank you

JIM SIERRA & ASSOCIATES

SH DEC 30 AM ID: 11

CERTIFICATE OF INCORPORATION

-of-

FINE TOURS & TRAVEL, INC.

We, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

FINE TOURS & TRAVEL, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is ONE (100) HUNDRED shares of common stock, having a par value of ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than HUNDRED (\$100.00) DOLLARS.

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

9971 SW 37TH TERR

MIAMI, FL 33165

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE VIII

The name and street address of the member of the first Board of Directors of this Corporation are as follows:

MARTA BOLANO	9971 SW	37TH TERR	MIAMI,	FL 33165
DOLORES BOLANO	9961 SW	37TH TERR	,IMAIM	FL 33165
RAUL BOLANO	9961 SW	37TH TERR	MIAMI,	FL 33165

ARTICLE IX

The names and streeet addresses of the persons signing these Articles of Incorporation as subscriber is as follows:

MARTA BOLANO	9971 :	sw	37TH	TERR	MIAMI,	FL	33165
DOLORES BOLANO	9961	SW	37TH	TERR	MIAMI,	FL	33165
RAUL BOLANO	9961	SW	37TH	TERR	MIAMI,	FL	33165

ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned MARTA BOLANO, DOLORES BOLANO & RAUL BOLANO, being natural persons, competent to contract, have here unto set his/their hands and seal this _____ day of December, 1994.

MARITA BOLANO

BOLOHES BOLANO

STATE OF FLORIDA) S.S.

COUNTY OF ___ DADE)

personally appeared MARTA BOLANO, DOLORES BOLANO & RAUL BOLANO, known and known to me to be the person(s) described herein and who executed the foregoing Articles of Incorporation, and he/she acknowedged before me that he/she executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this _23 day of December, 1994.

COMMISSION EXP. OCT. 7,1997

Jim Sierra

My Commission expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED: FIRST THAT FINE TOURS & TRAVEL, INC. (Name of Corporation) WITH ITS PLACE OF BUSINESS AT 9971 SW 37th TERR MIAMI, FL 33165 (Business Address, City and State) HAS NAMED JIM SIERRA ame of Registered Agent) LOCATED AT 9290 SUNSET DR SUITE 105 MIAM1, FL 33173 (Street Address and Number Of Building, Post Office Box Addresses ARE NOT Acceptable) MIAMI CITY OF , STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE (City) OF PROCESS WITHIN FLORIDA SIGNATURE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.225 FLORIDA STATUTES.

TITLE WILL PRESIDENT

SIGNATURE (REGISTERED AC

DATE 12-23-94

DEC 30 AM

BUREAU OF CORPORATE RECORDS, P.O. BOX 6327, TALLAHASSEE, FL 32314

(NOTE: There is a filing fee of \$3.00 for this certificate)