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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
400 EAST GAINES STREET
TALLAHASSEE, FL 32309
FAX: (904) 922-4000
CONTACT: RAY STORMONT
PHONE: (305) 841-3884
FAX: (305) 841-3770
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-3302-0000

NAME: COSMOPOLITAN TRAVEL AGENCY, INC.
FAX AUDIT NUMBER: H95000003294
DATE REQUESTED: 03/22/1995
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TALLAHASSEE, FLORIDA

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3/22/95
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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Northum
Secretary of State

March 22, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: COSMOPOLITAN TRAVEL AGENCY, INC.
REF: W95000006371

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

PLEASE LIST THE ADDRESS FOR R.A. ON CERTIFICATE.

Please return 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 (904) 487-6934.

Loria Poole
Corporate Specialist

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Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

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SECTION OF CORPORATE LAW

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* PREPARED BY:
TUNNEY & ASSOCIATES
1600 NW 87th Avenue
DADE COUNTY, FLORIDA
(305) 362-4053
MICHAEL D. TUNNEY

ARTICLE OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is COSMOPOLITAN TRAVEL AGENCY, INC.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purpose for which the corporation is organized are:

- 1.- To engage in the business of TRAVEL AGENCY.
- 2.- To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- 3.- To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

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TALLAHASSEE, FLORIDA

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ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall be \$8.00 per value.

ARTICLE FIVE

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons. Stock shall be issued and transferable only to natural persons.

ARTICLE SIX

No stockholder shall have the right to sell, assign, pledge, transfer, devise, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof.

ARTICLE SEVEN

The street address of the initial business office of the corporation is 103 Westward Drive, Miami Springs, Florida 33166 and the name of its initial registered agent is CARMEN SANDOVAL.

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ARTICLE EIGHT

The number of directors constituting the initial board of directors of the corporation is one. The name and address of each person who is to serve as a member of the initial board of directors is:

NAME

ADDRESS

Arturo Sandoval

101 South Poinciana Blvd
Miami Springs, FL 33166

Carmen Sandoval

101 South Poinciana Blvd
Miami Springs, FL 33166

ARTICLE NINE

A unanimous vote of directors for effective directors action is required at all directors meetings.

ARTICLE TEN

The name and address of each incorporator is:

NAME

ADDRESS

Carmen Sandoval

101 South Poinciana Blvd
Miami Springs, FL 33166

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Executed by the undersigned at MIAMI, FLORIDA

March 21, 19 95

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CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-That COSMOPOLITAN TRAVEL AGENCY, INC.
(NAME OF CORPORATION)

desiring to organize under the laws of the State of FLORIDA
(FLORIDA)
with its principal office, as indicated in the articles of
incorporation at City of MIAMI SPRINGS
(CITY) county

of DADE, State of FLORIDA
(COUNTRY) (STATE)

has named CARMEN SANDOVAL
(NAME OF RESIDENT AGENT)

located at 101 SOUTH POINCIANA BLVD.
(STREET ADDRESS AND NUMBER OF BUILDING,
POST OFFICE BOX ADDRESS NOT ACCEPTABLE)
city of MIAMI SPRINGS
(CITY) County of DADE
(COUNTRY)

State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated 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 to keeping open said office.

BY

[Signature]
REGISTERED AGENT
INCORPORATOR

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