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3/24/95 FLORIDA DIVISION OF CORPORATIONS
((H9500003294)) PUBLIC CORP SYSTEM
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
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TALLAHASSEE, FL 32300
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((H9500003294))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: COSMOPOLITAN TRAVEL AGENCY, INC.
FAX AUDIT NUMBER: H9500003294 CURRENT STATUS: REQUESTED
DATE REQUESTED: 03/22/1995 TIME REQUESTED: 12:00:16
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
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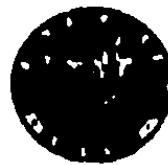
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MRR-22-1995 12:54 FROM EMPIRE

MAR-22-1995 10:20 AM FROM EMPIRE

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1904922-0000 P.01



FLORIDA DEPARTMENT OF STATE
Sandra M. Martham
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.

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Loria Poole
Corporate Specialist

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

CC: OFFICE OF
CITY OF MIAMI
FBI
MARCH 22, 1995
SUSPECT'S ADDRESS
SUSPECT'S NAME
SUSPECT'S NUMBER

MM-22-1990 14120 FROM EPINE

TO 1700000000 P.M.

* PREPARED BY
TUESDAY & ASSOCIATES
1600 NW 87th Avenue
MIAMI, FLORIDA
(305) 362-4053
MARK W. TUESDAY

ARTICLES 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.

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SECRETARIAL STAMP
TALLAHASSEE, FLORIDA

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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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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 \$5.00 par 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

Executed by the undersigned at MIAMI, FLORIDA
March 23, 1985.

10-22-1966 10129 FROM LIVITHE

TO

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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
(COUNTY) State of FLORIDA
(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
(COUNTY)

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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