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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 9, 1995

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL

SUBJECT: MEDIA AND TRAVEL CONSULTANTS, INC.

Ref. Number: W95000011780

We have received your document for MEDIA AND TRAVEL CONSULTANTS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

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) 487-6931.

Steven Godfrey Corporate Specialist

Letter Number: 495A00028460

ARTICLES OF INCORPORATION

OF.

MEDIA AND TRAVEL CONSULTANTS, INC.

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLE I

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The name of the corporation shall be:

MEDIA AND TRAVEL CONSULTANTS, INC.

The business of the corporation shall be carried on in Hollywood, Florida, and at such other place or places in the State of Florida, and in the United States of America and foreign countries as may from time to time be authorized by the Board of Directors. The principal office of the corporation, or the mailing address of the corporation shall be as follows:

NORMAN M. SEVIN 2550 Douglas Road, Suite 300-A Miami, Florida 33134

ARTICLE II

The general nature of the business to be transacted by the corporation shall be as follows:

- (a) To engage in any lawful business or commercial activity in the United States of America, its territories and possessions, and in any country or location in the world, including but not limited to the right to act as a partner, joint venturer, agent, representative or otherwise, with any other entity for any lawful purposes.
- (b) To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange and generally deal in real estate and personal property of every kind, nature and description wheresoever located, both tangible and intangible and including choses in action, either as owner, broker,

agent or factor. To engage in any lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations.

- (c) In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount: to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidences of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.
- (d) Any stock issued by this corporation may qualify under S1244 of the Internal Revenue Code of 1954, and as same may be amended.
- (e) This corporation shall have all of the general powers together with all additional and specific powers granted by the Laws of the State of Florida, as well as implied powers, in carrying out the foregoing express powers.
- (f) The foregoing clauses shall be construed both as objects and as powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive; but it is hereby expressly declared that all other lawful powers not inconsistent therewith are hereby included.

ARTICLE III

The corporation shall begin business having at least such minimum amount of capital as required by the applicable Florida Statutes, and shall have perpetual existence.

ARTICLE IV

The corporation is authorized to issue 5,000 shares of \$1.00 par value common stock.

ARTICLE V

The street address of the initial registered office of this corporation is and the initial registered agent of this corporation at that address is

NORMAN M. SEVIN 2550 Douglas Road, Suite 300-A Coral Gables, Florida 33134

ARTICLE VI

The business of this corporation shall be conducted by a Board of Directors consisting of one or more Directors. The exact number of Directors may be fixed by the By-Laws of this corporation. The names and street addresses of the first Board of Directors of this corporation who shall hold office until the organization meeting of this corporation and until their successors are elected or appointed and have qualified, are as follows:

NORMAN M. SEVIN

2550 Douglas Road, Suite 300-A Coral Gables, Florida 33134

ARTICLE VII

The name and street address of the Officers of this corporation, who shall hold office until the organization meeting of the corporation and until their successors are duly elected and have qualified, are as follows:

President:

NORMAN M. SEVIN

2550 Douglas Road, Suite 300-A Coral Gables, Florida 33134

Secretary:

NORMAN M. SEVIN

2550 Douglas Road, Suite 300-A Coral Gables, Florida 33134

Treasurer:

NORMAN M. SEVIN

2550 Douglas Road, Suite 300-A Coral Gables, Florida 33134

ARTICLE VIII

The name and street address of each incorporator or subscriber to these Articles of Corporation, is as follows:

Name

Address

NORMAN M. SEVIN

2550 Douglas Road, Suite 300-A Coral Gables, Florida 33134 The capital stock may be paid for in property, labor or services (including labor and services to be performed in the future) at a just valuation to be fixed by the incorporator(s) or by the Director(s) at a meeting called for such a purpose or at the organization meeting. All of the aforesaid stock is to be issued as fully paid for and exempt from assessment.

IN WITNESS WHEREOF, the undersigned has caused there presents to be executed that day of ______, 1995.

NORMAN M. SEVIN

STATE OF FLORIDA

COUNTY OF DADE

Personally appeared this day before me, the undersigned authority, NORMAN M. SEVIN, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed and subscribed to the same for the purposes therein expressed.

Witness my hand and official seal, this Standard day of

NOTARY PUBLIC

My commission expires:



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

In pursuance of Chapter 40.091, Florida Statutes, the following is submitted, in compliance with said Act: First -- That MEDIA AND TRAVEL CONSULTANTS, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of _____Miami , State of Florida Dade has named _____ NORMAN M. SEVIN located at 2550 Douglas Road, Suite 300-A, (Street address and number of building, Post Office Box address not acceptable) City of _____ County of _____ Dade 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.