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((H950000006674)) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 641-3770

((H950000006674)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: NEW AMERICAN TOURS, INC.
FAX AUDIT NUMBER: H95000006674 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/14/1995 TIME REQUESTED: 16:13:01
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
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FILED
08/15/1995
TALLAHASSEE, FLORIDA

6/15/95

PREPARED BY:
SERGIO MASSA, ACCOUNTANT
BUSINESS AUTHORITY CORP.
8347 S.W. 40th ST.
MIAMI, FL 33155
TEL: (305) 220-3420

ARTICLES OF INCORPORATION OF
NEW AMERICAN TOURS, INC.

ARTICLE I NAME

The name of this corporation is NEW AMERICAN TOURS, INC.

ARTICLE II DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III NATURE OF BUSINESS

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

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 per value common stock which shall be designated "Common Shares".

ARTICLE V PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI LOCATION

The Street, Address, City, County and State in which the principal offices of the corporation are to be located are 1450 N.E. 170th Street No. 209, Dade County, North Miami Beach, Florida 33162. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

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95 JUN 15 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time in accordance with By-Laws adopted by the stockholders. The names and addresses of the initial Board of Directors of this corporation are:

NAME	ADDRESS
Francisco Ricarte President, Secretary	1450 N.E. 170th St. No. 209 North Miami Beach, FL 33162

ARTICLE VIII SUBSCRIBERS

The name and street addresses and the number of shares of stock subscribed to by each person signing these Articles of Incorporation are:

NAME	ADDRESS	SHARES
Francisco Ricarte	1450 N.E. 170th St. No. 209 North Miami Beach, FL 33162	1000

ARTICLE IX AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

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ARTICLE X LIMITATIONS ON CORPORATE STOCK

1. No shareholder can enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.
2. If any officer, shareholder, agent or employee of this corporation who has been rendering professional services to the public becomes legally disqualified to render such services within the State of Florida, or is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional services, he shall sever all employment with, and financial interest in the corporation.
3. No shareholder of the Corporation may sell or transfer his stock in this corporation except to another individual who is eligible to be a shareholder of the corporation.

ARTICLE XI INDEMNIFICATION

The corporation shall indemnify any officer or director, to the full extent permitted by law.

ARTICLE XII DISSOLUTION

The corporation may be dissolved at any time on the affirmative vote of the holders of at least two thirds (2/3) of the outstanding shares of the corporation entitled to vote thereon. On dissolution the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro-rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

ARTICLE XIII INITIAL REGISTERED OFFICE AND AGENT

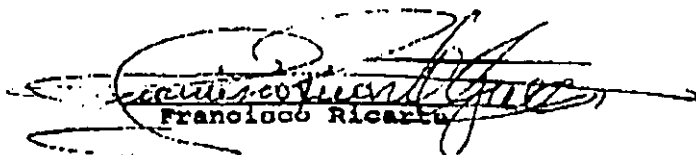
The Street address of the initial registered office of this corporation is 1450 N.E. St. No. 209, North Miami Beach, FL. 33162 and the name of the initial registered agent of this corporation at that address is Francisco Ricarte.

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IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here in above named for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Articles of Incorporation, here by declaring and certifying that the facts herein stated are true and do agree to take the number of shares herein above set forth and hereunto set our hands and seals this 14th day of June, 1995.


Francisco Ricarte

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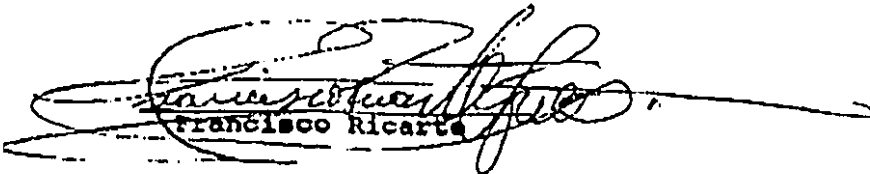
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

1. New American Tours, Inc., desiring to organize under the laws of
the State of Florida, with its principal office, as indicated in
the Articles of Incorporation at the City of North Miami Beach,
State of Florida, has named Francisco Ricarte, located at 1450 N.E.
170th St. No. 209, City of North Miami Beach, County of Dade, State
of Florida, as its agent to accept service of process within this
State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated
Corporation, at the place designated in this Certificate, I hereby
accept to act in this capacity and agree to comply with the
provisions of said Act relative to keeping open said office.


Francisco Ricarte

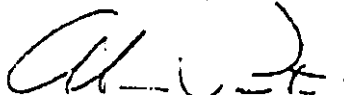
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ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

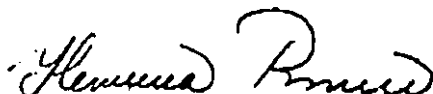
Coco Gelato on the Bay, Corp. a Florida Corporation organized under the laws of the State of Florida has named Herminia Rosario, at Hialeah, Dade County, State of Florida, as its agent to accept service of process within this state.



Alopes Portnondo

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR Coco Gelato on the Bay, Corp. AT 4410 W. 16th Ave. #2, Hialeah, Florida 33012. THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS/HER DUTIES.

Dated this June 14, 1995



Herminia Rosario

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JUN 15 1995
CLERK OF COURT
CLERK

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11/01/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135- 9-0000

CONTACT: RAY STORMON

PHONE: (305) 541-3694

FAX: (305) 541-3770

((H95000012261)))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: NEW AMERICAN TOURS, INC.

FAX AUDIT NUMBER: H95000012261

CURRENT STATUS: REQUESTED

DATE REQUESTED: 11/01/1995

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Linda*

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TALLAHASSEE, FLORIDA

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NOV-01-1995 15:00

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PREPARED BY:
SERGIO MASSA, ACCOUNTANT
BUSINESS AUTHORITY CORP.
8347 S.W. 40th ST.
MIAMI, FL 33155
TEL: (305) 220-3420

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF

NEW AMERICAN TOURS, INC.
(Charter# P95000046459)

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

AMENDMENT ADOPTED TO ARTICLE VIII:

The names and street addresses of the Shareholders and the number of shares of stock are as follows:

NAME	ADDRESS	NO. OF SHARES
Nova America Turismo Ltda	Av. Barao de Studart, 1920 Aldeota - CEP 60120-001 Fortaleza - CE, Brasil	100%

THE DATE OF THE ADOPTION OF THIS AMENDMENT IS: June 19th, 1995.

THE AMENDMENT WAS APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT WAS SUFFICIENT FOR APPROVAL.

Signed this 19th day of June, 1995.

NEW AMERICAN TOURS, INC.

By


Francisco Ricardo
President

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TALLAHASSEE
FLA

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