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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: GOLDBERG & GOLDBERG

DEPARTMENT OF STATE

SUITE 2626 ONE FINANCIAL PLAZA

STATE OF FLORIDA

409 EAST GAINES STREET

FT. LAUDERDALE FL 33394-0000

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: B & R TRAVEL, INC.

FAX AUDIT NUMBER: H95000008901

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FLORIDA DIVISION OF CORPORATIONS

95 AUG 14 AM 8:02

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95 AUG 14 AM 9:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT NUMBER: W95000008901

**ARTICLES OF INCORPORATION
OF**

B & R TRAVEL, INC.

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

EFFECTIVE DATE

8-11-95

The name of this corporation shall be B & R TRAVEL, INC.

ARTICLE II

NATURE OF BUSINESS

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

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having One (\$1.00) Dollar par value.

ARTICLE IV

TERM OF EXISTENCE

The corporation shall exist perpetually, effective August 11, 1995.

ARTICLE V

ADDRESS

The initial street address of the registered office of this corporation in the State of Florida shall be c/o Worldwide Corporate Services, Inc., One Financial Plaza, Suite 2626, Fort Lauderdale, FL 33394.

The initial principal office address of the corporation shall be: 5173 Via de Amalfi Drive, Boca Raton, FL 33496.

This Instrument Prepared By:
Stephen F. Goldenberg, Esquire
One Financial Plaza, Suite 2626
Fort Lauderdale, FL 33394
(305) 523-2626
F.B.N. 151293

FAX AUDIT NUMBER: W95000008901

ARTICLE VI
REGISTERED AGENT

The Registered Agent of this corporation shall be WORLDWIDE CORPORATE SERVICES, INC.

I do hereby accept the duties and responsibilities as registered agent.

Accepted: August 11, 1995.

WORLDWIDE CORPORATE SERVICES, INC.

By: 

STEPHEN F. GOLDENBERG, President

ARTICLE VII
DIRECTORS

This corporation shall have no Directors, initially. The affairs of the Corporation will be managed by the Shareholders until such time Directors are designated as provided by the By-Laws.

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Name and Address

Stephen F. Goldenberg, President
WORLDWIDE CORPORATE SERVICES, INC.
One Financial Plaza, Suite 2626
Fort Lauderdale, FL 33394

ARTICLE IX
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

FAX AUDIT NUMBER: W95000008901

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on August 11, 1995.

WORLDWIDE CORPORATE SERVICES, INC.

By:


STEPHEN F. GOLDENBERG
Incorporator and Registered Agent

STATE OF FLORIDA)

SS:

COUNTY OF BROWARD)

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared STEPHEN F. GOLDENBERG, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation, and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, on August 11, 1995.


Signature of Notary Public

SHARON LYN ROADFUSS
Typed/Printed Name of Notary Public

Notary Public, State of Florida
My Commission Expires:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 AUG 14 AM 9:09

FILED

This Instrument Prepared By:
Stephen F. Goldenberg, Esquire
One Financial Plaza, Suite 2626
Fort Lauderdale, FL 33394
(305) 523-2626
F.B.N. 151293