

H95000067450

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 302
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
PHONE: (305) 541-3894
FAX: (305) 541-3770
FAX: (904) 922-4000

(((H95000009628))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: C.A.V. CENTRO DE ASISTENCIA AL VIAJERO, CORP.
FAX AUDIT NUMBER: H95000009628 CURRENT STATUS: REQUESTED
DATE REQUESTED: 09/30/1995 TIME REQUESTED: 12:29:00
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 5 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

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TALLAHASSEE, FLORIDA

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STATE OF FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 30, 1995

EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST STE 200
MIAMI, FL 33135

SUBJECT: C.A.V. CENTRO DE ASISTENCIA AL VIAJERO, CORP.
REF: W95000017545

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

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your 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) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: W95000009628
Letter Number: 095A00040492

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

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95 AUG 31 PM 12:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
C.A.V. CENTRO DE ASISTENCIA AL VIAJERO, CO.
C.A.V. TRAVELER'S ASSISTANCE CENTER, CO.

ARTICLE I - NAME

The name of the corporation is: C.A.V. Centro de Asistencia al Viajero. Co.
C.A.V. Traveler's Assistance Center, Co.

ARTICLE II - DURATION

This corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities of
business permitted under the laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of stocks at
.10¢ par value common stock which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street and mailing address of the initial principal office of this corporation
is:

175 Fontainebleau Boulevard
Suite 1N
Miami, FL 33172

Filed by: Empha
1492 West Flagler Street
Miami, FL 33133

Prepared by: Wilfredo Segui/Controller
175 Fontainebleau Boulevard Suite 1A
Miami, FL 33172
(305) 552-5200

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The name and street address of the initial registered agent of this corporation is:

Jorge O. Lange
175 Fountainebleau Boulevard
Suite 1N
Miami, FL 33172

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial directors of the corporation are:

<u>Names and addresses</u>	<u>Title</u>
Jorge O. Lange 175 Fountainebleau Boulevard Suite 1N Miami, FL 33172	President and Treasurer
Angel De Sanctis 175 Fountainebleau Boulevard Suite 1N Miami, FL 33172	Vice-President and Secretary

ARTICLE VII - INCORPORATOR

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

Jorge O. Lange
175 Fountainebleau Boulevard
Suite 1N
Miami, FL 33172

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors.

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ARTICLE IX - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders subject to this reservation.

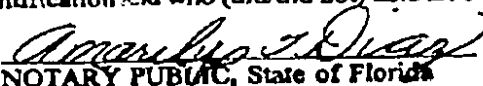
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30th day of August, 1995.



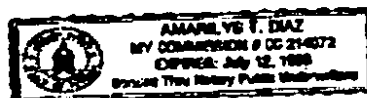
JORGE O. LANGE

STATE OF FLORIDA
COUNTY OF DADE

The foregoing Instrument was acknowledged before me on this 30th day of August, 1995, JORGE O. LANGE who is personally known to me or who has produced _____ as identification and who (did/did not) take an oath.



NOTARY PUBLIC, State of Florida
Printed Name: _____
My commission expires: _____



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DESIGNATION OF REGISTERED AGENT

(Attached to the Articles of Incorporation and made a part thereof)

Pursuant to Chapters 48.091 and 607.0501, Fla. Stat., the following is made a part of the Articles of Incorporation of the corporation to which this document is attached.

THAT, C.A.V. CENTRO DE ASISTENCIA AL VIAJERO, CO. (C.A.V. TRAVELER'S ASSISTANCE CENTER, CO.) desiring to organize under the Laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation in the City of Miami, County of Dade, State of Florida, has named JORGE O. LANGE, of 175 Fountainebleau Boulevard, Suite 1N, Miami, FL 33172, as its Registered Agent to accept service of process within this State.



JORGE O. LANGE, Registered Agent

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95 JUN 31 PM 12:03
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TALLAHASSEE, FLORIDA

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

PUBLIC ACCESS SYSTEM

ELECTRONIC FILING COVER SHEET

FROM: EMPIRE CORPORATE KIT COMPANY

1492 W FLAGLER ST

SUITE 200

MIAMI FL 33135-

33408-

CONTACT: RAY STORMONT

PHONE: (305) 641-3094

FAX: (305) 641-3770

((H95000011310)))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: C.A.V. CENTRO DE ASISTENCIA AL VIAJERO, CO.

FAX AUDIT NUMBER: H95000011310

CURRENT STATUS: REQUESTED

DATE REQUESTED: 10/10/1995

TIME REQUESTED: 10:55:24

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CERTIFICATE OF STATUS: 0

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1995 OCT 10 PM 3:22
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None Charge
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FILED
1995 OCT 10 PM 3:22
U.S. DISTRICT COURT
SOUTHERD DISTRICT OF FLORIDA

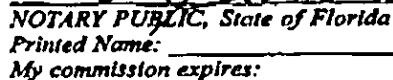
FIRST: Amendment adopted: The corporation previously known as C.A.V. CENTRO DE ASISTENCIA AL VIAJERO, CO (C.A.V. TRAVELER'S ASSISTANCE CENTER, CO.) shall henceforth be known as C.A.V. CENTRO DE ASISTENCIA AL VIAJERO, CORP. (C.A.V. TRAVELER'S ASSISTANCE CENTER, CORP.)

THIRD: Adoption of Amendment. Check one.

- The amendment was approved by the shareholders. The number of votes cast for the amendment were sufficient for approval.
- The amendment was approved by the shareholders through voting groups.
- The following statement must be separately provided for each voting group entitled to vote separately on the amendment:*
- "The number of votes cast for the amendment was sufficient for approval by _____."
- voting group
- The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.
- XX The amendment was adopted by the incorporators without shareholder action and shareholder action was not required.


JORGE O. LANGE, President

The foregoing instrument was acknowledged before me on this 3 day of October, 1995 by JORGE O. LANGE who is personally known to me or who has produced as identification and who (did/did not) take an oath.



Wifredo Segal, Controller
175 Fontainebleau Boulevard, Suite 1 A
Miami, FL 33172
(305) 552-6200

OCT-10-1995 11:26