

LAW OFFICES
ROBERT H. ASCHHEIM
PROFESSIONAL ASSOCIATION

P95000070132

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9999 NORTHEAST 191 STREET
VENTURA, FLORIDA 33180
TEL (305) 937-0051
FAX (305) 937-4797

September 1, 1995

Secretary of State
Division of Corporations
P.O. Box 6237
Tallahassee, FL 32301


RE: Articles of Incorporation For:
QUALITY TOURS AND TRAVEL, INC.

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation for the above
reference corporation together with our check in the sum of \$72.50.

Please file same and return a copy to the undersigned in the
enclosed self addressed stamped envelope.

Very truly yours,


ROBERT H. ASCHHEIM

2000001586832
-09/18/95--01022--003
*****72.50 *****72.50

Encls.

SHARON L. TALA

SEP 13 1995

6575-1048

QUALITY TRANSPORTATION SERVICES, INC.

650 N.W. 27th Avenue
Fort Lauderdale, FL 33311
Tel: (305) 791-2505
FAX: (305) 791-2591

Secretary of State
Attn: Sharon Talla

Enclosed is the check that was inadvertently not included with the filing papers for Quality Tours and Travel Inc that you received on Thursday, Sept 7, 1995.

Thank you for your assistance.

Kathy Herring

ARTICLES OF INCORPORATION
OF
QUALITY TOURS AND TRAVEL, INC.

RECORDED
INDEXED
SEP 12 1966
FBI - MIAMI

ARTICLE I

CORPORATE NAME

The name and principal address and mailing address of the Corporation is: QUALITY TOURS AND TRAVEL, INC.
650 NW 27th Avenue
Ft. Lauderdale, Florida 33311

ARTICLE II

NATURE OF CORPORATE BUSINESS

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of One Thousand (1,000) shares of one class of common stock having a par value of One (\$1.00) Dollar per share.

ARTICLE IV

PREEMPTIVE RIGHTS

All Shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V

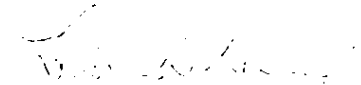
INITIAL REGISTERED AGENT
AND INITIAL REGISTERED OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida are:

Louis Herring
650 NW 27th Ave.
Ft. Lauderdale, Fl 33311

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.



Registered Agent



HUBERT CRUZ
My Commission CC405082
Expires Sep. 07, 1998
Bonded by HAI
R00-422-1555

ARTICLE VI

INITIAL BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

Any and all of the powers and duties conferred to or imposed upon the board of directors may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have one director(s) initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the by-laws of the corporation.

The name and address of the Initial Director who shall hold office until his successor has been qualified shall be:

Louis Herring
650 NW 27th Ave.
Ft. Lauderdale, FL 33311

ARTICLE VII
INCORPORATOR

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

Louis Herring
650 NW 27th Ave.
Ft. Lauderdale, FL 33311

IN WITNESS WHEREOF, the undersigned subscriber has
executed these Articles of Incorporation this 6 day of
Sept, 1995.

Louis Herring

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 6
day of Sept, 1995, by Louis Herring, who is personally known to
me or has produced Driver's license as identification.

[Signature]
Notary Public

Name typed, printed or stamped

My Commission expires:



ROBERT CRUZ
My Commission CO405082
Expires Sep. 07, 1998
Bonded by HAI
800-422-1555