

JAN-09-1996 12:09 P.12  
IONS 11:44  
PUBLIC ACCESS SYSTEM  
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KT COMPANY  
DEPARTMENT OF STATE 492 N. FLORIDA ST  
STATE OF FLORIDA SUITE 200  
409 EAST GULF STREET MIAMI FL 33135-  
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT  
FAX: (904) 922-4000 PHONE: (305) 541-3894  
FAX: (305) 541-3770

(((H96000000392))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: TRAVEL CONSULTANT INTERNATIONAL INC.  
FAX AUDIT NUMBER: H96000000392 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 01/09/1996 TIME REQUESTED: 11:44:15  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 7 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072460003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

(((H96000000392)))  
\*\* ENTER 'M' FOR MENU. \*\*  
ENTER SELECTION AND <CR>:  
Help F1 Option Menu F2

NUM CAPS Connect: 00:09:5

FILED  
96 JAN -9 PM 4:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 JAN -9 PM 1:04

RECEIVED



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
**Secretary of State**

**January 9, 1996**

**EMPIRE CORPORATE KIT COMPANY**

**MIAMI, FL**

**SUBJECT: TRAVEL CONSULTANT INTERNATIONAL INC.**  
**REF: W96000000690**

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

**PLEASE ADD THE CORPORATE SUFFIX TO NAME IN ARTICLE I.**

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) 487-6934.

**Loria Poole**  
**Corporate Specialist**

**FAX Aud. #: H96000000392**  
**Letter Number: 496A00001092**

H96000000392

H96000000392

ARTICLES OF INCORPORATION  
of

TRAVEL CONSULTANT INTERNATIONAL INC. a Florida Corporation

I, the undersigned, **LEONID KARPOVICH**

hereby associate ourselves for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

96 JUN -9 PM 4:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

ARTICLE I

The name of the corporation shall be:

**TRAVEL CONSULTANT INTERNATIONAL, INC.** a Florida Corporation

ARTICLE II

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things mentioned, as fully and to the same extent as natural persons might or could do, viz:

- a. to engage in any legal business.
- b. To make and carry out contracts for buildings, erecting, improving and repairing buildings, structures, improvements, warehouses, docks and structures of every kind and nature whatsoever.
- c. In the purchase or acquisition of property, business rights or franchises, or for additional working capital, or for any other object in or about its business or affairs, and without limit as to amount, to incur debt, and to raise, borrow and secure the payment of money in any lawful manner, including issue and sale or

PREPARED BY:  
**SCHANE, SCHATZMAN, AARONSON & CAHAN, P.A.**  
**JOSH BENNETT, ESQ.**  
420 LINCOLN ROAD  
SUITE 440  
MIAMI BEACH, FLORIDA 33139

305-672-6220

H9600000392

other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidence of indebtedness of all kinds, whether secured by mortgage, pledge, deed or trust or otherwise.

d. Generally to perform and make contracts of any kind and description and for the purpose of attaining any of the objects of the corporation, to do and perform any other acts or things, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now are, or hereafter may be authorized by law, and generally to do and perform any and all things necessary or incident to the performing and carrying out of the powers hereinabove specifically delegated or implied.

#### ARTICLE III

#### CAPITAL STOCK

The authorized capital stock of this corporation shall be divided into 100 Shares of common stock of \$1.00 par value.

All said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for the purpose, or paid for, with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. None of the stockholders herein, or anyone who may become stockholders of this corporation, shall have or shall ever have pre-emptive rights in and to any authorized or unissued stock of this corporation until such time as an Amendment to the By-Laws may be passed. This provision is made pursuant to Florida Statute 608.42.

H9600000392

H9600000392

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall be a minimum of \$1000.00 \_\_\_\_\_ Dollars.

ARTICLE V

CORPORATE EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business of said corporation shall be 520 - 79th Street, Suite 6, Miami Beach, Florida 33141 with the privilege of having branch offices at other places within or without the State of Florida.

ARTICLE VII

The Resident Agent designated to accept service of process for the corporation shall be Leonid Karpovich, 520 - 79th Street, Suite 6, Miami Beach, Florida 33141.

ARTICLE VIII

The number of Directors of this corporation shall be not less than one (1) nor more than three (3).

ARTICLE IX

DIRECTORS

The names and addresses of the first Board of Directors of this corporation who shall hold office for the first year or

H9600000392

H96000000392

ARTICLE X

The name and addresses of the Officers of this corporation who shall hold office for the first year or until their successors are chosen shall be:

<u>NAME</u>	<u>ADDRESS</u>
Leonid Karpovich Pres-Sec-Treas.	520 - 79th Street, Suite 6 Miami Beach, Florida 33141

ARTICLE XI

The names and post office addresses of the subscribers and the number of shares each agree to take are:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
Leonid Karpovich	520-79th Street, Suite 6 Miami Beach, Florida 33141	100

H96000000392

H96000000392

ARTICLE III

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

In compliance with Section 48.091, Florida Statutes, the  
following is submitted:

First, that TRAVEL CONSULTANT INTERNATIONAL, INC.  
(name of corporation)

desiring to organize or qualify under the laws of the State of  
Florida, with its principal place of business at City of \_\_\_\_\_

Miami Beach, State of Florida, has named  
Leonid Karpovich, located at 520 - 79th Street, Suite 6

\_\_\_\_\_, City of Miami Beach, State of  
Florida, as its agent to accept service of process within Florida.

Leonid Karpovich  
Leonid Karpovich, Subscriber

Leonid Karpovich  
Corporate Officer  
Leonid Karpovich-President  
Title  
Date: January 9, 1996

Having been named to accept service of process for the  
above stated corporation, at the place designated in this Certifi-  
cate, I hereby agree to act in this capacity, and I further agree to  
comply with the provisions of all Statutes relative to the proper  
and complete performance of my duties.

Leonid Karpovich  
Leonid Karpovich Resident Agent  
Date: January 9, 1996

H96000000392

H96000000392

H96000000392

ARTICLE XIII

ACKNOWLEDGMENT

STATE OF FLORIDA }  
COUNTY OF DADE } SS:

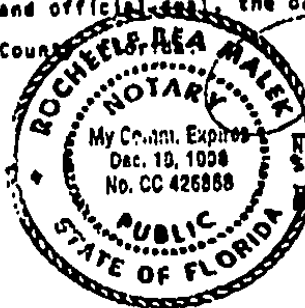
I HEREBY CERTIFY that on this 9<sup>th</sup> day of January  
19 96, personally appeared before me, the undersigned Notary Public  
in and for the State of Florida, \_\_\_\_\_

Ismond Karpovich

parties to the foregoing Certificate of Incorporation, and each ack-  
nowledged that he or she did make, subscribe and acknowledge the  
foregoing Certificate as and for his or her voluntary act and deed,  
and that the facts therein set forth are true and correct as given  
under my hand and official seal, the day and year written at \_\_\_\_\_

Dade

County



Rochelle Rea Malek  
NOTARY PUBLIC  
State of Florida at Large  
ROCHELLE REA MALEK  
Commission Expires:

96 JAN -9 PM 4:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED