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96 JAN -8 PM 1:40
SECRET
TALLAHASSEE, FLORIDA

Thu Jan 4, 1996

Corporate Records Bureau
Division of Corporations
Department of State
P O Box 6327
Tallahassee, Fl 32314

Re: TOURISM MARKETING INTERNATIONAL, INC.

Enclosed are original and one copy of the Articles of Incorporation for the above-captioned corporation. Also enclosed is our check in the amount of \$122.50 representing the filing fee and charge for certified copy.

Please forward the certified copy of the charter to the undersigned upon issuance.

Sincerely,



Pedro P. Delgado,
Certified Public Accountant

/wp

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1/11/96

ARTICLES OF INCORPORATION
OF
TOURISM MARKETING INTERNATIONAL, INC.

FILED
96 JAN -8 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract, and executed the same for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of this corporation is TOURISM MARKETING INTERNATIONAL, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE AND POWERS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is three hundred (300) shares of common stock having a par value of One (\$1.00) Dollar per share.

ARTICLE V - INITIAL CAPITAL

This corporation will begin business with at least Three Hundred Dollars (\$300.00) as capital.

ARTICLE VI - PRINCIPAL OFFICE IN FLORIDA

The initial street address of this corporation in the State of Florida shall be:

10221 N.W. 57th Street, Miami, Fl 33178

The board of directors may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time by the By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price which it is offered to others. The sale of stock by the shareholder shall be limited and governed by a shareholders agreement.

ARTICLE IX - OFFICERS

The name and address of the initial officer(s) of this corporation is(are):

TOM PAS, PRESIDENT, V-PRESIDENT
10221 N.W. 57th Street
Miami, Fl 33178

ARTICLE X - SUBSCRIBERS

The name(s) of the person(s) signing these Articles of Incorporation as a subscriber(s), the number of shares he(she) agreed to take and the value of the consideration therefor is(are):

TOM PAS, 500 SHARES, \$500.00 CONSIDERATION.

The street address of the above subscriber(s) is(are):

10221 N.W. 57 Street, MIAMI, FL 33178

ARTICLE XI - INITIAL REGISTERED AGENT

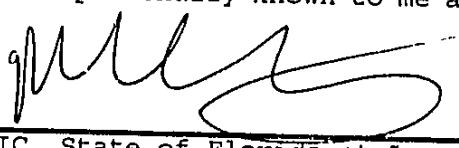
Pursuant to Florida Statute 607.114, TOURISM MARKETING INTERNATIONAL INC., with its principal office at 10221 N.W. 57 Street, Miami Fl 33178, has named as its initial registered agent PEDRO P. DELGADO, C.P.A., 1320 South Dixie Highway, Suite 220, Coral Gables, Fl 33146.

IN WITNESS WHEREOF, we, as subscribers, have executed the foregoing Articles of Incorporation as of Tue Jan 04, 1996.

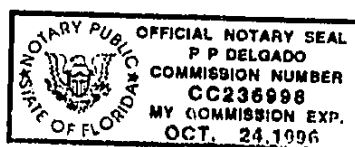
(SEAL)

STATE OF FLORIDA }
COUNTY OF DADE }

The foregoing instrument was acknowledged before me this Tue Jan 04, 1996, by Tom Pas, who is personally known to me and who did not take an oath.



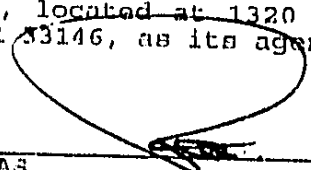
NOTARY PUBLIC, State of Florida at Large
Pedro P. Delgado
My Commission expires:



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

IN COMPLIANCE WITH SECTION 48.091 FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST--That Tourism Marketig International, Inc., desiring to
organize or qualify under the Laws of the State of Florida, with
its principal place of business at City of Miami, State of Florida,
has named PEDRO P. DELGADO, C.P.A., located at 1320 South Dixie
Highway, Suite 220, Coral Gables, FL 33146, as its agent to accept
service of process within Florida.

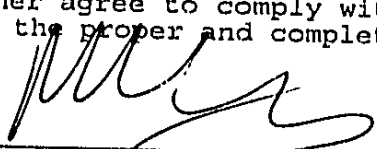


TOM PAS

TITLE PRESIDENT

DATE Tue Jan 04, 1996

Having been named to accept service of process for the above stated
corporation, at the place designated in this certificate, 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.



PEDRO P. DELGADO--Registered Agent

DATE Tue Jan 04, 1996