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The Law Offices of
Linster E. Brinkley, Jr., P.A.
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Saint Petersburg, Florida 33713
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April 4, 1996

Secretary of State
Division of Corporations
499 E. Gaines Street
Tallahassee, FL 32399

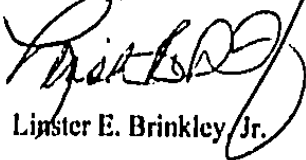
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Dear Sir/Madam:

Enclosed please find one original and one copy of the Articles of Incorporation of Rezlink, Inc., and a check in the amount of \$122.50 to cover the associated costs.

Your assistance in expediting the incorporation procedure will be appreciated.

Sincerely,


Linster E. Brinkley, Jr.

Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF
REZLINK, INC.**

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ARTICLE ONE

The name of the corporation is Rezlink, Inc. and its principal office is 2350-N 34th Street North, Suite 201, St. Petersburg, Florida 33713.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is to engage in the business of providing reservations services to vehicle rental, lodging, and other travel related businesses and to perform any services or business incidental thereto. Further, the purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is one thousand, all of which shall be common shares with no par value.

ARTICLE FIVE

The corporation will not commence business until the issuance of certificate of incorporation, and it has received for the issuance of shares consideration of the value of \$1000.00 consisting of money, labor done, or property actually received.

ARTICLE SIX

The street address of the initial registered office is 2350-N 34th Street, Suite 101, St. Petersburg, Florida 33713 and the name of the initial registered agent at such address is Linster E. Brinkley, Jr., Esq.

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ARTICLE SEVEN

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The number of directors constituting the initial Board of Directors is three, and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Feng-Liang Lin - 2976 Elysium Way, Clearwater, FL
Joseph A. DiNicola - 15911 Willowdale Road, Tampa, FL 33625
Chorng-Yi Chu - 7974 Sailboat Key Blvd. #304, S. Pasadena, FL 33707

ARTICLE EIGHT

The Board of Directors is empowered to make, alter, or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of the incorporator is Linster E. Brinkley, Jr., Esq., 2350-N 34th Street North, Suite 101, St. Petersburg, FL 33713.

ARTICLE TEN

The powers of the incorporator cease upon filing the Articles of Incorporation.

Signed by: 
Linster E. Brinkley, Jr., Esq., Incorporator

Date: 4-3-96

Sworn to and subscribed before me this 6th day of April, 1996.


Notary Public



OFFICIAL SEAL
Maria Nobilo
My Commission Expires 12/8/97
Commission #CC 335114

I, Linster E. Brinkley, Jr., Esq., hereby state that I am familiar with and accept the duties and responsibilities as registered agent of said corporation.

Signed by: 

Date: 4-3-96