

P96000034996

April 1, 1996

SECRETARY OF STATE
CORPORATE DIVISION
STATE OF FLORIDA
TALLAHASSEE, FLORIDA 32304

10000017000001
-04/19/96--01020--013
****122.50 ****122.50

Re: AMERICA TRAVEL MANAGEMENT, INC.

GENTLEMEN:

THE FOLLOWING DOCUMENTS ARE ENCLOSED FOR FILING WITH YOUR OFFICE
IN CONNECTION WITH THE CAPTIONED CORPORATION:

- 1.- ARTICLES OF INCORPORATION - 2 SETS
- 2.- CERTIFICATE OF REGISTERED AGENT
- 3.- CHECK IN THE AMOUNT OF \$122.50 COVERING THE FOLLOWING:

FILING FEE	\$ 35.00
CERTIFIED COPY OF ARTICLES OF INCORPORATION	52.50
CERTIFICATE OF REGISTERED AGENT	35.00

	\$ 122.50

UPON FILING OF THESE DOCUMENTS, PLEASE SEND ME ONE CERTIFIED COPY
OF THE ARTICLES OF INCORPORATION.

THANK YOU FOR YOUR COOPERATION.

SINCERELY YOURS,

Edith Hernandez

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 APR 19 PM 9 45

FILED

4-22-96

ARTICLES OF INCORPORATION
AMERICA TRAVEL MANAGEMENT, INC.

FILED
\$6 123 18 7 9 43
JAN 19 1943
JAN 19 1943

ARTICLE I - NAME

The name of this corporation is AMERICA TRAVEL MANAGEMENT, INC.

ARTICLE II - PURPOSE

The purpose of the corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue One Thousand shares of One and No/100 (\$1.00) Dollar par value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

ARTICLE V - INITIAL REGISTER OFFICE AND AGENT

The present address of the office of this corporation is 7961 NW 14th Street Miami, FL 33126-1613 and the corporation's initial Registered Agent at that address is Edilia L. Hernandez.

ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have five (4) directors initially. The number of directors may either increase or diminish from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are Mariano Alvarez, Roberto Carballo Sr., Edilia L. Hernandez and Jose L. Hernandez, all of 7961 NW 14th Street Miami, FL 33126-1613.

ARTICLE VII - INCORPORATOR

The name of the persons signing the Articles are:

Edilia L. Hernandez - President/Treasurer
Mariano Alvarez - Vice-President
Roberto Carballo Sr. - Vice-President
Jose L. Hernandez - Secretary

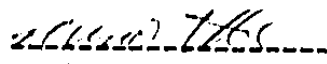
ARTICLE VIII - BEGINNING OF CORPORATE EXISTENCE

This corporation shall begin its corporate existence on the day these articles are filed with the State of Florida, Secretary of State.


ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned incorporated have executed these Articles of incorporation, this April 1, 1996.




Mariano Alvarez



Roberto Carballo Sr.



Jose L. Hernandez

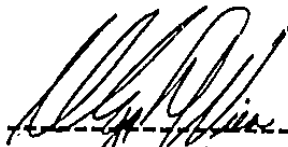


Edilia L. Hernandez

STATE OF FLORIDA)
)
COUNTY OF DADE) ss.

BEFORE ME, the undersigned Notary Public, personally appeared Mariano Alvarez, Roberto Carballo Sr., Jose L. Hernandez and Edilia L. Hernandez known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Dade County, Florida, this April 1, 1996.



Notary Public

State of Florida, at Large



OLGA M. VIERA
MY COMMISSION # CC 230554 EXPIRES
November 20, 1996
BONDED THROUGH TRULY FAIR INSURANCE, INC.

FILED
96 APR 19 PM 9:46
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE STATE OF FLORIDA

**CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

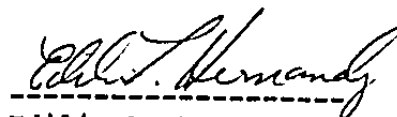
WITNESSETH:

That **AMERICA TRAVEL MANAGEMENT, INC.** desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, county of Dade, has named Edilia L. Hernandez of 7961 NW 14th Street Miami, FL 33126-1613 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of **AMERICA TRAVEL MANAGEMENT, INC.** to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes.

April 1, 1996



Edilia L. Hernandez
Registered Agent