

5/20/96  
FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
TALLAHASSEE, FL 32399  
FAX: (904) 322-4140  
MAGIC TRIPS CONSULTANTS, INC.  
112 WEST PALMER  
MIAMI, FL 33136  
CONTACT: RAY STORMON  
PHONE: (305) 541-3894  
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3:54 PM

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: MAGIC TRIPS CONSULTANTS, INC.  
FAX AUDIT NUMBER: H960000006571  
DATE REQUESTED: 05/08/1996  
CERTIFIED COPIES: 1  
NUMBER OF PAGES: 5  
ESTIMATED CHARGE: \$122.50  
CURRENT STATUS: REQUESTED  
TIME REQUESTED: 15:54:42  
CERTIFICATE OF STATUS: 0  
METHOD OF DELIVERY: FAX  
ACCOUNT NUMBER: 072460003255

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

MAGIC TRIPS CONSULTANTS, INC.

ARTICLE I

The name of this corporation shall be:

MAGIC TRIPS CONSULTANTS, INC.

ARTICLE II

This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to issue at any time is 100 shares of \$1.00 par value each.

ARTICLE IV

The Shareholders of this corporation shall have preemptive rights to acquire unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or to acquire shares of the corporation to the extent that the Stockholders might so specifically set forth. Lacking this affirmative action by the Stockholders, there shall be no such preemptive rights.

ARTICLE V

This corporation is to have perpetual existence.

ARTICLE VI

The principal office of this corporation shall be located at 717 Ponce de Leon Blvd., Suite 212, Coral Gables, FL 33134, with the corporation retaining the power of moving its office to any other address in Florida, as may from time to time be determined and authorized by its Board of Directors, with branch offices in such other cities, or countries as may from time to time be authorized by its Board of Directors.

PREPARED BY: GUIDO A. AGUILERA, ESQ. FLORIDA BAR NO. 135749  
815 PONCE DE LEON BLVD.  
CORAL GABLES, FL 33134 (305) 445-8748

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ARTICLE VII

The initial registered office of this corporation shall be at 717 Ponce de Leon Blvd, Suite 212, Coral Gables, Fl. 33134. The initial registered agents at such address shall be:

MERCEDES LIRIANO

ARTICLE VIII

This corporation shall at all times have at least one and not more than five (5) Directors who shall conduct the business of the corporation as a Board of Directors. The Stockholders of this corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors of the corporation.

ARTICLE IX

The names and addresses of the Members of the first Board of Directors who shall hold office until the first Annual Meeting of Shareholders and/or until their successors are elected and qualified or until their earlier resignation, removal from office, or death, are:

MERCEDES LIRIANO  
9250 SW 40 Terrace  
Miami, Florida 33165

SARA F. DION  
3591 SW 1st Street  
Miami, Florida 33134

ARTICLE X

The names and addresses of the subscribers are:

MERCEDES LIRIANO  
9250 SW 40 Terrace  
Miami, Florida 33165

ARTICLE XI

The By-Laws of this corporation may be created, amended, changed or replaced by either the Stockholders or the Directors of the corporation at any duly scheduled Special Meeting called for that purpose.

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ARTICLE XII

Every person who now is or hereafter shall become a Director of this corporation, shall be indemnified by the corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him in connection with, or resulting from any action, suit or proceedings, of whatever nature, to which he or she is or shall be made a party by reason of him or her being or having been a director of the corporation (whether or not he or she is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon him).

However, an exception is made to the above in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of the duties imposed in him as such Director. The right of indemnification herein provided for shall not be exclusive of other rights to which any such person may now or hereafter be entitled as a matter of law.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation, this 3 day of May 1996.

MERCEDES LIRIANO  
MERCEDES LIRIANO

STATE OF FLORIDA )  
COUNTY OF DADE ) :SS

The foregoing instrument was acknowledged before me this 3 day of MAY 1996, BY MERCEDES LIRIANO, who is/are personally known to me or has/have produced Drivers License as identification and and who did take an oath.

My Commission expires:

[Signature]  
NOTARY PUBLIC-STATE OF FLORIDA  
COMMISSION NO.



OFFICIAL SEAL  
J. L. RUIZ  
My Comm. Expires  
Dec. 30, 1996  
Comm. No. CC 242191

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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 40,031, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST, THAT MAGIC TRIPS CONSULTANTS, INC., DESIRING TO  
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH  
ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF CORAL GABLES, STATE OF  
FLORIDA, HAS NAMED MERCEDES LIRIANO LOCATED AT CITY OF CORAL  
GABLES, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS  
WITHIN FLORIDA.

SIGNATURE:

*Mercedes Liriano*  
(SUBSCRIBER)  
MERCEDES LIRIANO

DATE: MAY 8, 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.

SIGNATURE:

*Mercedes Liriano*  
(RESIDENT AGENT)  
MERCEDES LIRIANO

DATE: MAY 8, 1996

FILED  
MAY 9 1996  
CLERK OF DISTRICT COURT  
SOUTHERN DISTRICT OF FLORIDA  
CORAL GABLES, FLORIDA