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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: CHOICE TRAVEL OF PALM BEACH, INC.

FAX AUDIT NUMBER: H96000008113

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Bandy H. Cho, CPA
2750 NW 3rd Ave. #9
Miami, FL 33127
(305) 576-4434

ARTICLES OF INCORPORATION
OF

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Choice Travel of Palm Beach, Inc.

The principal place of business of this corporation shall be:

716 Balvedere Rd.
West Palm Beach, FL 33405

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:(500)
Shares of Common Stock having par value of(\$1.00)
each.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS/DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is(are):

NAME(S)	TITLE(S)	ADDRESS(ES)
Young Cha Proctor	President	373 Cypress Ave West Palm Beach, FL 33406
Yong Ik Choo	Secretary	373 Cypress Ave West Palm Beach, FL 33406

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ARTICLES VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these articles of incorporation is(are):

NAME(S)**ADDRESS(ES)**

Young Cha Proctor

373 Cypress Avenue
West Palm Beach, FL 33406

IN WITNESS WHEREOF, the undersigned incorporator(s) has have executed these Articles of Incorporation this 6th day of June, 1996.

Signature(s) of Incorporator(s)

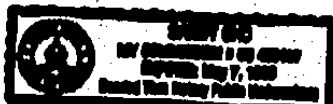
Young C. ProctorSTATE OF FLORIDA
COUNTY OF _____

Date _____

THE FOREGOING instrument was acknowledged and sworn to before me this 6th day of June, 1996, by Young C. Proctor
(Name of Incorporator)

of Choice Travel of Palm Beach, Inc.

(Name of Corporation)

personally knownYoung C. Proctor
Notary Public

(SEAL)

My Commission Expires: MAY 7, 1999

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**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Choice Travel of Palm Beach, Inc.

2. The name and address of the registered agent and office is:

Yong Ik Choo

716 Belvedere Rd.

(P. O. BOX NOT ACCEPTABLE)

West Palm Beach, FL 33405

(CITY/STATE/ZIP)

SIGNATURE *Yong Ik Choo*
(Corporate Officer)

TITLE President

DATE June 6, 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE *[Signature]*
(Registered Agent)

DATE June 6, 1996

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