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FILED STATE
SECRETARY OF CORPORATIONS
JUN 10 AM 8:48

Thu Jun 6, 1996

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*****70.00 *****70.00

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

Re: SMARTFAX, 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 \$70.00 representing the filing fee.

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

Sincerely,

Pedro P. Delgado,
Certified Public Accountant

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ARTICLES OF INCORPORATION

OF

SMARTFAX, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract, and executes 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 SMARTFAX, 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 ten thousand (10,000) 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 Five Hundred Dollars (\$500.00) as capital.

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ARTICLE VI - PRINCIPAL OFFICE IN FLORIDA

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

9200 S. Dadeland Blvd. #875, Miami Fl 33156

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):

JEANNETTE K. BURKE, PRESIDENT
11830 S.W. 89 Avenue
Miami, Fl 33176

ROBERT M. BURKE, V. PRESIDENT
11830 S.W. 89 Avenue
Miami, Fl 33176

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):

JEANNETTE K. BURKE, 250 SHARES, \$250.00 CONSIDERATION.

ROBERT M. BURKE, 250 SHARES, \$250.00 CONSIDERATION.

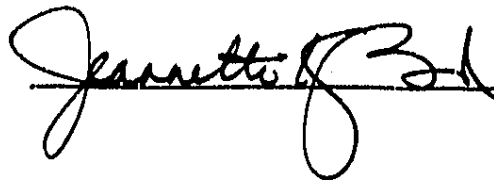
The street address of the above subscriber(s) is(are):

11830 S W 89 AVENUE, MIAMI, FL 33176

ARTICLE XI - INITIAL REGISTERED AGENT

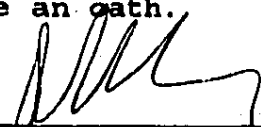
Pursuant to Florida Statute 607.114, SMARTFAX, INC., with its principal office at 9200 S. Dadeland Blvd. #825 Miami, FL 33156, has named as its initial registered agent PEDRO P. DELGADO, C.P.A., 1320 South Dixie Highway, Suite 220, Coral Gables, FL 33146.

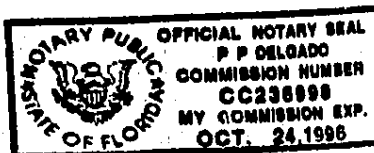
IN WITNESS WHEREOF, we, as subscribers, have executed the foregoing Articles of Incorporation as of Mon Jun 3, 1996.

 (SEAL)

STATE OF FLORIDA }
COUNTY OF DADE }

The foregoing instrument was acknowledged before me this Mon Jun 3, 1996, by JEANNETTE K. BURKE, 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 SMARTFAX, 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.


JEANNETTE K. BURKE
TITLE PRESIDENT

DATE Mon Jun 3, 1996

Having been named to accept service of process for the above
stated corporation, at the place designaed 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 Mon Jun 3, 1996

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**SMART
FAX**

8200 S. DADIELAND BLVD.,
SUITE 100, MIAMI, FL 33160

825

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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

FILED
96 DEC 16 PM 2:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

N/C

VS DEC 27 1996

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

FILED
96 DEC 16 PM 2:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO the provisions of Florida Statutes Section 607.1006, the undersigned corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation.

The name of this corporation is:

SMARTFAX, INC.

AMENDMENT
ARTICLE 1:

The corporation will change its name to:

ULTRA FAX, INC.

This Article of Amendment was adopted on this 13th day of December, 1996; by corporate resolution of even date. The corporation has only one (1) group of voting stock; and all 100% of said group, unanimously, had cast their votes in favor of this Amendment.

SMARTFAX, INC.

By:


JEANNETTE K. BURKE,
President/Secretary

CORPORATE RESOLUTION; SMARTFAX, INC.

A special meeting of all shareholders of SMARTFAX, INC., a corporation organized and existing under the laws of the State of Florida; was held at 10:00 A.M. on December 13, 1996 at corporate headquarters at Penthouse 825, 9200 South Dadeland Boulevard, Miami, Florida 33156.

All shareholders, officers and directors were in attendance. A calling of the roll was effected and a quorum was determined.

A motion was effected and seconded, that the name of the corporation be changed from that of "SMARTFAX, INC." to "ULTRA FAX, INC.," effective immediately.

All shareholders voted for the change, without reservation. The President/Secretary, Jeannette K. Burke, was directed to initiate the Articles of Amendment to the Articles of Incorporation forthwith, and to file same with the Division of Corporations, Secretary of State, for the State of Florida; and to make other appropriate changes including but not limited to the manufacture of a seal bearing said name.

This RESOLUTION takes into consideration that there exists only one (1) group of voting shares, and that all 100% of said group unanimously had cast their votes in favor of same.

There being no other business to be conducted, the meeting was adjourned.

Dated at Miami, Dade County, Florida this 13th day of December, 1996.


JEANNETTE K. BURKE
Secretary of Meeting

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Requestor's Name

Elton J. Lee, Jr.

G. David O'Leary, Esq.
9800 S. Dadeland Blvd.
Penthouse Suite 185
Miami, Florida 33156

Office Use Only

T NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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FLORIDA

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APPROVED
AND
FILED

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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*****35.00 *****35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ULTRAFAX, INC.
a Florida corporation

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

First: It is hereby resolved that Article I, Name of Corporation, of the Articles of Incorporation be and the same is hereby changed: from Ultrafax, Inc., to:

Tourism Development International of Miami, Inc.

and from this time forward, the name of the corporation shall be said name.

Upon motion duly made, seconded and carried, this resolution was unanimously adopted.

Second: This amendment does not provide for exchange, reclassification or cancellation of issued shares.

Third: The date of this Amendment adopted is September 16, 1997.

Fourth: This Amendment was approved by the shareholders, unanimously. The number of votes cast for the Amendment was sufficient for approval; and the shareholders did not vote through voting groups.

Executed this 16th day of September, 1997.

By: Robert M. Burke, III
Robert M. Burke, III
President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 SEP 29 11:05:57

APPROVED
AND
FILED

