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08/13/98
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
400 EAST GAINES STREET
TALLAHASSEE, FL 32309
FAX: (904) 922-4000

FROM: ACE INDUSTRIES, INC.
54 NW 11TH ST
MIAMI FL 33136-2890
CONTACT: LYNN FRIEDMAN
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(((H96000008312)))
NAME: TRAVELER'S EDGE, INC.
FAX AUDIT NUMBER: H96000008312
DATE REQUESTED: 08/13/1998
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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

H46-08312

ARTICLES OF INCORPORATION

of TRAVELER'S EDGE, INC.a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: TRAVELER'S EDGE, INC.
 Address of the Corporation: 888 Northwest 27th Avenue Suite 220
Miami, Florida 33125

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 500.
 PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:
7398 Southwest 54th Court, Miami, Florida 33143
 and the name of the initial registered agent at such address is RICHARD C. DENNIS

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

RICHARD C. DENNIS
 Signature of Registered Agent
 RICHARD C. DENNIS

6/13/96
 Date

Article 6: The board of directors are as follows:

The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. <u>RICHARD C. DENNIS</u>	<u>7398 S.W. 54th COURT,</u>	<u>MIAMI, FL 33143</u>
<u>LOURDES MACIA</u>	<u>36 ANTILLA</u>	<u>CORAL GABLES, FL 33134</u>
<u>HEATHER D. DENNIS</u>	<u>7398 S.W. 54th COURT,</u>	<u>MIAMI, FL 33143</u>

Article 7: The Name and address of the incorporator is:

RICHARD C. DENNIS
7398 S.W. 54th COURT
MIAMI, FL 33143

In witness whereof I have subscribed my name

RICHARD C. DENNIS
 Signature of Incorporator
 RICHARD C. DENNIS

H96-08312
 ace INDUSTRIES, INC.
 54 NW 11th Street
 Miami, FL 33135
 305-358-2571