1401 DAYS STREET networks

MANUSCREEN COUNT NO. 1 072100000032

REFERENCE : 014742 114404A NUTHORIZATION Vaturea.

COST LIMIT : \$ 122.50

ORDER DATE : July 10, 1996

ORDER TIME : 2:27 PM

ORDER NO. : 014742

CUSTOMER NO: 114404A

CUSTOMER: James Leech, Esq JAMES LEECH, ESQ

P. O. Box 7473

Ft. Lauderdale, FL 33338

DOMESTIC FILING

NAME:

TRAVEL PLUS, INC.

EFFECTIVE DATE:

XX __ ARTICLES OF INCORPORATION _ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY ____ PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

502.672 W96-14505

SUBDODISSORTS



96 JUL 10 AM 9: 06

FLORIDA DEPARTMENT OF STATE ESUBMIT Secretary of State

July 11, 1996

Please give original submission date as file date,

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: TRAVEL PLUS, INC. Ref. Number: W96000014505

We have received your document for TRAVEL PLUS, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden **Document Specialist**

Letter Number: 896A00033772

DIVISION OF CORPORATIONS

96 JUL 10 AH 9: 06

ARTICLES OF INCORPORATION

OF

TRAVEL SERVICES OF SOUTH FLORIDA, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

TRAVEL SERVICES OF SOUTH FLORIDA, INC.

The address of the principal office of this corporation shall be International Building, 2455 East Sunrise Boulevard, Suite 507, Fort Lauderdale, Florida 33304, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

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 nacion.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Stewart Nemiro Dir.

International Building

2455 East Sunrise Boulevard, Suite 507

Fort Lauderdale, Florida 33304

Ted Oates Dir.

International Building 2455 East Sunrise Boulevard, Suite 507 Fort Lauderdale, Florida 33304

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Stewart Nemiro Pres.

International Building

2455 East Sunrise Boulevard, Suite 507

Fort Lauderdale, Florida 33304

Ted Oates Vice Pres./Sec./ Treus. International Building 2455 East Sunrise Boulevard, Suite 507

Fort Lauderdale, Florida 33304

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on July 10, 1996.

CORPORATION SERVICE COMPANY

Its Agent, Gail L. Shelby

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

C. .. PORATION SERVICE COMPANY

Its Agent, Gail I. Shalby

/cah