

P96000062647

Nabil Y. Salem

2150 Coral Way, Suite # 5 D
Miami, Florida 33145, USA
Tel. 305-265 1777 Fax. 305-265 7030

Miami; July 19th, 1996.

Corporate Records Division
Department of State
409 E Gaines Street
Tallahassee, FL 32399

RECEIVED
JUL 21 1996

Dear Sir/Madam;

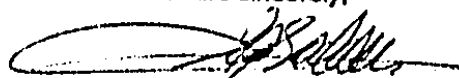
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-07/22/96--01061--006
***122.50 ***122.50

I am enclosing, herewith, an original and a copy of the articles of Incorporation of G L World Travel, Inc together with a money order for US\$ 122.50 and a prepaid Fedex return airwaybill.

If you need further details, please do not hesitate to contact me.

Thank you.

Yours sincerely;



Nabil Y. Salem

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634

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

July 23, 1996

NABIL Y. SALEM
2150 CORAL WAY STE 5 D
MIAMI, FL 33145

SUBJECT: G.L. WORLD TRAVEL, INC.
Ref. Number: W96000015419

We have received your document for G.L. WORLD TRAVEL, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 596A00035513

ARTICLES OF INCORPORATION
OF
G L WORLD TRAVEL, INC.

ARTICLE I - NAME

The name of this corporation is: G L WORLD TRAVEL, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

- (a) To promote, organize, plan and conduct trips, tours and excursions, by railroads, steamships, motorized or non-motorized vehicles, aircrafts, spacecrafts or other mean of transportation for individuals or group(s) of individuals, to any part of the world.
- (b) To provide for the transportation of individuals by railroads, steamships, motorized or non-motorized vehicles, aircrafts, spacecrafts or other mean of transportation in connection with the conduct of a general travel and tourist agency, and to provide or procure hotel and other accommodations for the comfort, convenience, and entertainment of individuals or group(s) of individuals who are members of any trip or tour conducted by the Corporation.
- (c) To furnish guides, couriers, assistants, and interpreters.
- (d) To procure and sell transportation tickets on railroads, steamships, motorized and non motorized vehicles, aircrafts, and spacecrafts; to act as representatives of steamships, railroads, and other companies and establishments or entities devoted to the transportation and carriage of passengers and freight, in the sale of tickets on all vehicles, boats, railroads and railways, and other transportation companies.

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(d) To conduct information bureaux for travelers; to act as agents for travel insurers of all kinds; to represent, act as consultants and to provide surveys and intelligence reports to airlines, hotels and hotel chains, private and official tourism organizations, and in general, to do all other things that are necessary or pertinent to the conduct of a travel and tourist agency.

(f) To plan, originate, devise, print, publish, manufacture, sell, and deal in booklets, magazines, folders, leaflets, guidebooks, maps, timetables, display cards, signs and display advertising for the promotion of travel and tourism; to carry on the business of printers, lithographers, stationers, engravers, designers, dealers, in paper and all advertising devices, booksellers, publishers, and buyers and sellers of newspapers, magazines, and publications of all kinds, and space therein; to carry on a general advertising brokerage business, and an advertising agency in all its branches; to display, and secure the publication and display of advertisements and advertising matter of any and every nature; and to act as principles and agents in the securing and trade customers for others.

(g) To engage in trading voyages, and to build, equip, charter, freight, use, and send out vessels thereon; and to act as agents thereof; to build, equip, charter, use, and operate ferries and ferryboats, to build, equip, charter, use and operate grain elevators, warehouses, storehouses, terminals, icing plants, and sheds; to build, equip, charter, use and operate dredging vessels and engage in the business of dredging; to build, equip, charter, use and operate tow boats and engage in the business of towing; to engage in the business of pilotage; to engage in the business of wrecking and salvage, and to build, equip, charter use and operate all vessels, apparatus, and machinery thereunto in any way necessary or appertaining; to transport and carry anybody or anything anywhere upon water by seagoing vessels of any kind or by any other mode of transportation of all kinds upon water, and to enter into contracts for the carriage of mails, passengers, and merchandise upon water by means of seagoing vessels.

(h) To such extent as a corporation organized under the Business Corporation Law of this state may now or hereafter lawfully do, to do either as principal or agent, and, either alone or in connection with other corporations, firms, or individuals, all and everything necessary, suitable, convenient or proper for, or in connection with, or incident to, the accomplishment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of this Corporation or to enhance the value of its properties; and in general to do any and all things and exercise any and all powers, rights, and privileges which a corporation may now or hereafter be organized to do or to exercise under the Business Corporation Law of this state or under any act amendatory thereof, supplemental thereto, or substituted therefor.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One-Hundred (100) shares of common stock without nominal or par value.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:
Suite 5-D, 2150 SW 22nd Street (Coral Way), City of Miami, County of Dade, State of Florida, and the name of the initial registered agent of this corporation at this address is: Nabil Y. Salem.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

this corporation shall have one director initially. the number of directors may either be increased or diminished from time to time by the by-laws but shall never be less than one. the name and address of the initial director of this corporation is:

Name:

Nabil Y. Salem

Address:

2150 Coral Way, Suite # 5-D
Miami, Florida 33145

ARTICLE VII - PRINCIPAL PLACE OF BUSINESS

The principal place of business for this corporation is :

2150 SW 22nd Street (Coral Way), Suite # 5-D, Miami, Florida 33145.

ARTICLE VIII- INCORPORATOR

The name and address of the person signing these articles of incorporation is:

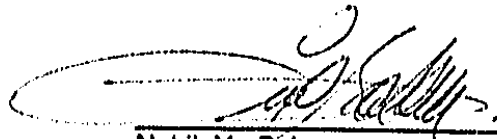
Name:

Nabil Y. Salem

Address:

2150 Coral Way, Suite # 5-D
Miami, Florida 33145

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation of G L WORLD TRAVEL CONSULTANTS, INC. this 15th day of March, 1996.



Nabil Y. Salem
Subscriber

STATE OF FLORIDA

COUNTY OF DADE

SS:

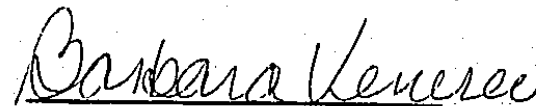
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

56 JUL 25 PM 12:06

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BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County above set forth, personally appeared NABIL Y. SALEM, known to me and known by me to be the person who executed the forgoing articles of incorporation, and he acknowledged before me that he executed those articles of incorporation.

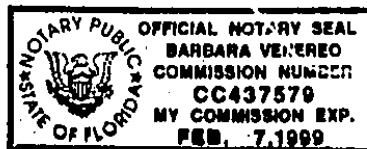
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 15th day of July, 1996.



Notary Public

State of Florida at Large

My commission expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHICH PROCESS MAY BE SERVED.**

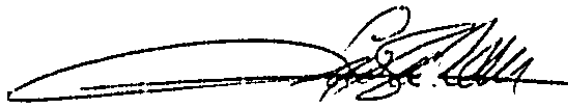
FILED
CLERK OF DISTRICT COURT
MAY 25 1994
MILWAUKEE, WISCONSIN

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act.

First that G L WORLD TRAVEL, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at: City of Miami, County of Dade and State of Florida, has named Nabil Y. Salem, Business Consultant, whose address is Suite 5-D, 2150 Coral Way, City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

having been named to accept service of process for the above named corporation, at the place designated in this certificate, I, hereby, accept to act in this capacity, and agree to comply with the provisions of said Act relative to keep open said office.



**Registered Agent Acceptance and
Recognition of Appointment**