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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. box 6327
Tallahassee, FL. 32314

600001823446
-08/15/96--01071--013
*****78.75 *****78.75

SUBJECT: WORLDWIDE TRAVEL INC.

Please find enclosed an original and one (1) copy of the articles of Incorporation and a check for:
\$78.75
Filing Fee
& certificate

FROM: JOHN PHIPPS
8350 S.W. 149 DR.
MIAMI FL. 33158

8-16-96

TD

ARTICLES OF INCORPORATION

FILED
MAY 15 1962
CLERK OF THE COURT
JAMES H. HARRIS

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

ARTICLE I NAME

The name of the corporation shall be: **WORLDWIDE TRAVEL INC.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 8350 s.w. 149 dr.
Miami Florida, 33158.

ARTICLE III SHARES

The aggregate number of shares of capital stock which the corporation shall have the authority to issue is one thousand (1000) shares of common stock having a par value of one dollar (\$1.00) each.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: John Phipps
8350 s.w. 149 dr. miami fl. 33158

ARTICLE V INCORPORATOR(S)

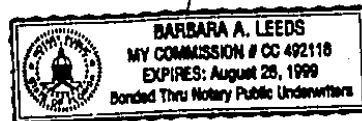
JOHN PHIPPS
8350 S.W. 149 DR.
MIAMI FL. 33158

The undersigned incorporator(s) has executed these Articles of Incorporation this

12 day of August, 1996.

Barbara A. Leeds

[Signature]



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
06 AUG 15 11:10:52
TALLAHASSEE, FLORIDA

1. The name of the corporation in **WORLDWIDE TRAVEL INC.**
2. The name and address of the registered agent and office in:

**JOHN PHIPPS
8350 S.W. 149 DR.
MIAMI FL. 33158**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



8-12-96