

0

11:40 AM

PUBLIC ACCESS SYSTEM

((H00000011075))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: EMPIRE CORPORATE KIT COMPANY

DEPARTMENT OF STATE

1409 N. FLAGLER ST.

STATE OF FLORIDA

SUITE 200

400 EAST HANES STREET

MIAMI FL 33135

TALLAHASSEE FL 32304

CONTACT: RAY STORMONT

FAX: (904) 921-0000

PHONE: (305) 841-3694

FAX: (305) 841-3770

((H00000011075))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: BSTR TICKETS AND TOURS INC.

FAX AUDIT NUMBER: H00000011075

CURRENT STATUS: REQUESTED

DATE REQUESTED: 08/21/1996

TIME REQUESTED: 11:40:51

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 6

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 072450003258

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H00000011075))

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM

Connect: 00:34:2

8/21

FILED  
96 AUG 21 PM 2:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

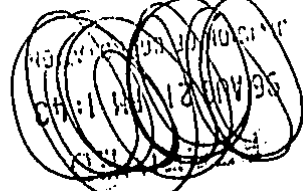
RECEIVED

96 AUG 21 PM 1:42

RECEIVED

EMPIRE CORPORATE KIT

P.13/24



AUG-21-1996 12:54

H96000011675



PREPARED BY:  
ELYANE BORTOLUZZI  
B & L BUSINESS LEGAL, INC.  
161 N.E. 2ND AVE SUITE 207  
MIAMI, FL 33132 (305) 572-4811  
FAX: (305) 572-7367

## ARTICLES OF INCORPORATION

### ARTICLE I -- NAME

THE NAME OF THIS CORPORATION IS:  
BDTR TICKETS AND TOURS INC.

WITH THE PRINCIPAL PLACE OF BUSINESS LOCATED AT:  
7210 W. POINT BLVD # 1313  
ORLANDO FL 32835

FILED  
96 AUG 21 PM 2:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### ARTICLE II -- PURPOSE

THIS CORPORATION SHALL HAVE THE PERPETUAL EXISTENCE AND MAY ENGAGE IN ANY AND ALL LAWFUL BUSINESS UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

### ARTICLE III -- CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 1,000 SHARES OF ONE DOLLAR (\$ 1.00) PAR VALUE COMMON STOCK.

### ARTICLE IV -- PREEMPTIVE RIGHTS

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OR ANY NEW COMMON STOCK OF THIS CORPORATION, SHALL HAVE THE RIGHT TO PURCHASE THEIR PRO RATA SHARE (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

### ARTICLE V -- INITIAL REGISTERED OFFICE

THE STREET ADDRESS OF THE REGISTERED OFFICE OF THIS CORPORATION IS:  
7210 W. POINT BLVD # 1313  
ORLANDO FL 32835

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:  
LUIZ CARLOS ABRAHÃO

H96000011675

**B & I**

PREPARED BY:  
FLYING SOLUTIONS  
B & I SERVICES / JUAL, INC.  
101 FLA. AVE. SUITE 207  
MIAMI, FL 33131 (305) 375-6111  
FAX: (305) 375-7007

## ARTICLE VI -- INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE **2** DIRECTOR(S) INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE INITIAL DIRECTOR(S) OF THIS CORPORATION IS/ ARE:

PRESIDENT & DIRECTOR - LUIS CARLOS ABRAHÃO  
VICE-PRESIDENT - LEA CRISTINA ABRAHÃO

## ARTICLE VII -- INCORPORATOR

THE NAME AND ADDRESS OF THE PERSON SIGNING THIS ARTICLE IS:

LUIS CARLOS ABRAHÃO  
7210 W. POINT BLVD # 1313  
ORLANDO FL 32835

## ARTICLE VIII -- INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OF ANY FORMER OFFICES OR DIRECTORS TO THE FULL EXTENT PERMITTED BY LAW.

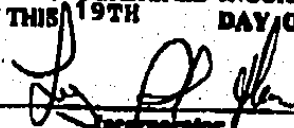
## ARTICLE IX -- MANAGEMENT OF CORPORATION SHAREHOLDERS

ALL CORPORATE POWERS SHALL BE EXERCISED BY OR UNDER THE AUTHORITY OF, AND THE BUSINESS AND AFFAIRS OF THIS CORPORATION SHALL BE MANAGED UNDER THE DIRECTOR OF, SHAREHOLDERS OF THIS CORPORATION.

## ARTICLE X -- BY LAWS

THE POWER TO ADOPT, AFTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDER.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS **19TH** DAY OF **AUGUST** OF **1996**.

  
\_\_\_\_\_  
Incorporator

H96000011675

H96000011675

H96000011675



PREPARED BY:  
STUART HUNTSMAN  
801 N.E. 2ND AVE SUITE 207  
MIAMI FL 33132 (305) 275-0811  
FAX: (305) 275-7297

**CERTIFICATE DESIGNATING THE ADDRESS AND AN  
AGENT UPON WHOM PROCESS MAY BE SERVED**

**WITNESSETH:**

THAT SBTR TICKETS AND TOURS INC DESIRING TO ORGANIZE UNDER  
THE LAWS OF THE STATE OF FLORIDA, WHICH WILL HAVE ITS PRINCIPAL OFFICE IN THE  
COUNTY OF DADE, STATE OF FLORIDA, HAS APPOINTED:

LUIZ CARLOS ABRAHÃO.

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE.

**ACKNOWLEDGMENT:**

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF:

SBTR TICKETS AND TOURS INC.

TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE  
PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE CAPACITY OF  
REGISTERED AGENT FOR SAID CORPORATION, AND AGREE TO COMPLY WITH THE  
APPLICABLE PROVISION OF THE FLORIDA STATUTES, THIS:

19TH DAY OF AUGUST, 1996.

\_\_\_\_\_  
Registered Agent

H96000011675

FILED  
96 AUG 21 PM 2:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**B & I**

PREPARED BY:  
ELY AND ASSOCIATES  
300 S. BAYVIEW BLVD. SUITE 200  
MIAMI, FL 33133 (305) 371-0011  
FAX: (305) 371-1887

H96000011675

STATE OF FLORIDA )  
COUNTY OF DADE )

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN STATE  
AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED:

LEA CRISTINA ABRAHÃO

KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF  
INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED SAME.

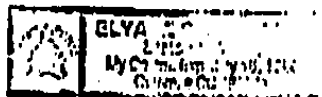
IN WITNESS WHEREOF, I HAVE HEREUNDER SET MY HAND AND AFFIXED MY OFFICIAL  
SEAL,

IN THE STATE AND COUNTY AFORESAID THIS 19TH DAY OF AUGUST, 1996.



NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

My commission expires:



H96000011675

H96000011675



## SPECIFIC POWER OF ATTORNEY

PREPARED BY:  
ELYANE BECHTINGER  
B & L BUSINESS LEGAL, P.C.  
111 N.W. 20th Ave Suite 101  
Miami, FL 33136 (305) 372-4311  
FAX: (305) 372-7007

HIT KNOWN, BEING, THAT I, LUIZ CARLOS ABRAHÃO, OF MIAMI -- FL., THE UNDERSIGNED, TO HEREBY GRANT A LIMITED AND SPECIFIC POWER OF ATTORNEY TO B & L BUSINESS LEGAL, INC. OF MIAMI, FL -- AS MY ATTORNEY-IN-FACT,

SAID ATTORNEY-IN-FACT SHALL HAVE FULL POWER AND AUTHORITY TO UNDERTAKE AND PERFORM ONLY THE FOLLOWING ACTS ON MY BEHALF: MANAGE THE PROCEDURES IN ORDER TO OBTAIN FEIN #, ANY KIND OF BUSINESS LICENSES, INQUIRE ABOUT LIABILITIES WITH THE I. R. S., FLORIDA DEPARTMENTS, CUSTOMS, AND ANY OTHER GOVERNMENTAL OFFICE. THIS AUTHORITY HEREIN SHALL INCLUDE SUCH INCIDENTAL ACTS AS ARE REASONABLY REQUIRED TO CARRY OUT AND PERFORM THE SPECIFIC AUTHORITIES GRANTED HEREIN.

MY ATTORNEY-IN-FACT AGREES TO ACCEPT THIS APPOINTMENT SUBJECT TO ACT AND PERFORM IN SAID FIDUCIARY CAPACITY CONSISTENT WITH MY BEST INTEREST AS MY ATTORNEY-IN-FACT IN THIS DISCRETION DEEMS ADVISABLE.

THIS POWER OF ATTORNEY IS EFFECTIVE UPON EXECUTION. THIS POWER OF ATTORNEY MAY BE REVOKED BY ME AT ANY TIME, AND SHALL AUTOMATICALLY BE REVOKED UPON MY DEATH, PROVIDED ANY PERSON RELYING ON THIS POWER OF ATTORNEY SHALL HAVE FULL RIGHTS TO ACCEPT AND RELY UPON THE AUTHORITY OF MY ATTORNEY-IN-FACT UNTIL IN RECEIPT OF ACTUAL NOTICE OF REVOCATION.

SIGNED UNDER SEAL THIS 19TH DAY OF AUGUST, 1996.

LUIZ CARLOS ABRAHÃO

95 AUG 21 PM 2:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

STATE OF FLORIDA  
COUNTY OF DADE

On 08 / 19 / 1996, before me, ELYANE BECHTINGER personally, appeared

LUIZ CARLOS ABRAHÃO

Personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is / are subscribed to the within instrument and acknowledged to me that he / she / they executed the same in his/her/their authorized capacity (ies), and that by his / her / their signature(s) on the instrument the person(s), or The entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS MY HAND AND OFFICIAL SEAL.

Signature \_\_\_\_\_

Notary public

Affiant ☐ Known ☒ Produced ID ☐  
Type of ID \_\_\_\_\_

(Seal)



H96000011675