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(305)752-1712 A

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CORPORATION(S) NAME

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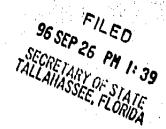
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CERTIFIED COPY

CR2E031 (R8-85)

ARTICLES OF INCORPORATION OF BON VOYAGE TRAVEL, INC.



ARTICLE I - NAME

The name of this corporation is Bon Voyage Travel, Inc.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value \$ 1.00 per share.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof 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 AND AGENT

The street address of the initial registered office of this corporation is 1402 East Las Olas Blvd #506, Fort Lauderdale, Florida 33301 and the name of the initial registered agent of this corporation at that address is Neal A. McDonald.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1).

The name and address of the initial director and officer of this corporation is:

Neal A. McDonald President

1516 SE 2nd Street, Apt 1 Fort Lauderdale, FL 33301

ARTICLE VII - INDEMNIFICATION

This Corporation shall have the power to indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE VX - AMENDMENT

This Corporation reserves the right to amend or appeal any provision in the Article of Incorporation, or any amendment thereto and any right conferred upon the shareholders is subject to this reservation.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

Neal A. McDonald 1402 East Las Olas Blvd #506 Fort Lauderdale, Florida 33301

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20th day of September 20 1996.

Certificate designating place of business or domicile for the service of process within this state, naming agent upon whom process may be served.

In pursuance of Chapter 48.091, Florida statutues, the following is

submitted, in compliance with said act:

First - That Bon Voyage Travel, Inc. is desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Fort Lauderdale, County of Broward, State of Florida has named Neal A. McDonald at 1402 East Las Olas Blvd, #506 , Fort Lauderdale, Florida as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Neal A. McDonald

PLACE OF BUSINESS AND CORPORATE OFFICE:

The corporate office and place of business is 1402 East Las Olas Blvd. 506, Fort Lauderdale, Florida 33301.

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SECRETARY OF STATE
SECRETARY OF FLORIDA

(((H96000017793 6)))

DIVISION OF CORPORATIONS TO:

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: BON VOYAGE TRAVEL, INC. AUDIT NUMBER...... 196000017793 DOC TYPE......BASIC AMENDMENT

CERT. OF STATUS...0

PAGES......

PAX

CERT. COPIES.....0

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NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE PAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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FLORIDA DIVISION OF CORPORATION

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 20, 1996

BON VOYAGE TRAVEL, INC. 1402 BAST LAS OLAS BLVD. SUITE 506 FORT LAUDERDALE, FL 33301

SUBJECT: DON VOYAGE TRAVEL, INC.

REF: P96000079992

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

The TAX audit number must be on the top and bottom of each page of the document.

The name and capacity of the person signing the document must be noted beneath or opposite the signature.

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) 487-6902.

Linda Stitt Corporate Specialist

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FAX Aud. #: E96000017793 Letter Number: 696A00056854

JOBL S. BAUM, PA CERTIFIED PUBLIC ACCOUNTANT 1515 University Drive - Suite 209 Coral Springs, Florida 33071

North Broward 954-752-1712

South Broward 954-920-9047 Fax 954-344-3694

DATE: 12/1	3/96	77ME:	9:30	
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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

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JOEL S. BAUM, CPA ISIS UNIVERSITY DR. 4209 CORAL SPRINGS, FL. 33071 (954) 752-1712

(continued)

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Signed this 10th cayor	December	<u></u> 19، <u></u>
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Joel S. Baum, PA
Certified Public Accountant
1515 University Drive - Suite 209
Coral Springs, Florida 33071
1-754-152-1712.

H96-00017792