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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (904)385-6735
(904)385-6761

FAX #:

NAME: J & D TRAVEL, INC. AUDIT NUMBER.....H96000013765 DOC
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
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**ARTICLES OF INCORPORATION
OF
J & D TRAVEL, INC.**

WE, the undersigned, in order to form a corporation under and pursuant to the provisions of the Laws of Florida for the purposes set forth below, hereby subscribes to these Articles of Incorporation.

ARTICLE I. CORPORATE NAME.

The name of the corporation shall be J & D TRAVEL, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The purposes and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To do and transact any and all business as permitted under the Laws of the State of Florida and the United States of America.

Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power carrying on its own business, or for the accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of \$1.00 par value. The amount of capital with which this corporation shall begin business shall be \$500.00

ARTICLE IV. TERM OF EXISTENCE.

The existence of this corporation shall be perpetual.

ARTICLE V. PRINCIPAL OFFICE.

The principal office of this corporation shall be located at 290 N.W. 165th Street, Suite P-250, Miami, Florida 33169, c/o Knovack G. Jones.

Knovack G. Jones, Esq.
290 N.W. 165th Street
Suite P250
Miami, Florida 33169
(305) 945-9644
BAR # 364257

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ARTICLE VI. BOARD OF DIRECTORS.

The Board of Directors of this corporation shall consist of not less than one nor more than 5 members.

ARTICLE VII. INITIAL BOARD OF DIRECTORS.

The names and address of the first Board of Directors, who shall be subjected to these Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, are as follows:

KNOVACK G. JONES**290 N.W. 165th Street, Suite P-250
MIAMI, FLORIDA 33169****LATRICIA C. DONLEY****290 N.W. 165th Street, Suite P-250
MIAMI, FLORIDA 33169****ARTICLE VIII. INITIAL REGISTERED AGENT AND OFFICE**

The registered agent and the registered office for this corporation is:

**KNOVACK G. JONES
290 N.W. THE STREET, SUITE P-250
MIAMI, FLORIDA 33169****ARTICLE IX. SUBSCRIBERS.**

The name and address of the subscriber to these Articles of Incorporation, and the number of shares of stock each agree to take, the total aggregate amount of which shall be the sum of \$500.00, the amount of capital with which this corporation shall begin business, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>AMOUNT</u>
KNOVACK G. JONES	290 N.W. 165th Street Suite P-250 MIAMI, FLORIDA 33169	250	\$250.00
LATRICIA C. DONLEY	290 N.W. 165th Street Suite P-250 MIAMI, FLORIDA 33169	250	\$250.00

ARTICLE X. OFFICERS.

The officers of the corporation until the first meeting of the corporation Board of

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Directors, or until successors are elected, shall be:

KNOVACK G. JONES	-	President
LATRICIA C. DONLEY	-	Vice-President
LATRICIA C. DONLEY	-	Secretary
KNOVACK G. JONES	-	Treasurer

ARTICLE XI. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

KNOVACK G. JONES

290 N.W. 188th Street
MIAMI, FLORIDA 33169

ARTICLE XII. CONFLICT OF INTEREST.

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officer or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

ARTICLE XIII. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposes by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIV. ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT.

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.


KNOVACK G. JONES
REGISTERED AGENT

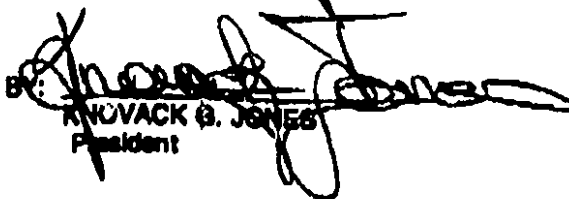
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IN WITNESS WHEREOF the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation as of this 27 day of Sept, 1996.

BY: 
KNOVACK G. JONES
President

STATE OF FLORIDA

COUNTY OF DADE

)
SS
)

BEFORE ME, a Notary Public, personally appeared KNOVACK G. JONES, to me known to be the person described as incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to the Articles of Incorporation.

WITNESS my hand and official seal at Dade County, Florida, this 27 day of September, 1996.


NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

THIS INSTRUMENT PREPARED BY:

JONES & DONLEY, P.A.
290 N.W. THE STREET, SUITE P-250
MIAMI, FLORIDA 33168
(305) 945-9644



L. C. DONLEY
My Comm Exp. 10/03/98
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Fidelity Item 1100010

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TALLAHASSEE, FLORIDA

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