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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: SEE THE WORLD TRAVEL, INC.

AUDIT NUMBER.....H96000014912

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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ARTICLES OF INCORPORATION
OF
SEE THE WORLD TRAVEL, INC.

Article I - Name

The name of the corporation is: See The World Travel, Inc.

Article II - Duration

This corporation shall have perpetual existence.

Article III - Purpose

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

Article IV - Capital Stock

This corporation is authorized to issue 500 shares of common stock at \$1.00 par value.

Article V - Principal Office and Agent

The street address of the corporation's initial principal office and the name of the initial registered agent at such address are as follows:

Thomas Rafael
1824 N.W. 108 Avenue
Plantation, FL 33322

Article VI - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one (1).

Thomas Rafael
1824 N.W. 108 Avenue
Plantation, FL 33322

SILER & YAFFE, C.P.A.
2419 HOLLYWOOD BLVD.
HOLLYWOOD, FL 33020
305-652-8882

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Article VII - Incorporator

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

Thomas Rafael
1824 N.W. 108 Avenue
Plantation, FL 33322

Article VIII - Indemnification

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

Article IX - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the undersigned subscriber has executed these articles of incorporation on this 22nd day of October, 1996.



Thomas Rafael

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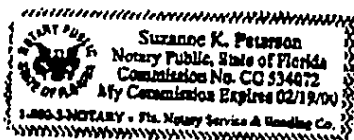
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STATE OF: FLORIDA }
COUNTY OF: BROWARD }

BEFORE ME, a notary public authorized to take acknowledgements in the state and county met forth above personally appeared Thomas Rafael known to me and known by me to be the person who has executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county last aforesaid this 22nd day of October, 1996.

My Commission Expires:



Suzanne Peterson
Notary Public
State of Florida at Large

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

Pursuant to Chapter 607.34 Florida Statutes, the following is submitted:

First-That SEE THE 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 the city of PLANTATION, County of BROWARD, State of FLORIDA, has named THOMAS RAFAEL located at 1824 NW 108 AVENUE, PLANTATION, FL 33322 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Above-stated 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 keeping open said office.

By

THOMAS RAFAEL

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TALLAHASSEE, FLORIDA

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