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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY  
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NAME: MIAMI TRAVEL CARD, INC.

AUDIT NUMBER.....H96000015009

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

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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## CERTIFICATE OF INCORPORATION

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-of-

## MIAMI TRAVEL CARD, INC.

I, the undersigned, for the purposes of forming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formulation, liability, rights, privileges, and immunities of corporation for profit.

## ARTICLE ONE

The name of the Corporation shall be MIAMI TRAVEL CARD, INC.

## ARTICLE TWO

The Corporation may engage in any activity or business permitted under the laws of the State of Florida and the United States.

## ARTICLE THREE

The Corporation is authorized to have 500 shares of Stock at a Par Value of \$1.00 per share, outstanding.

## ARTICLE FOUR

The amount of capital that which the Corporation shall begin business with shall not be less than FIVE HUNDRED DOLLARS.

Prepared by:  
ANDREW IVES, ESQUIRE  
Florida Bar No. 0964115  
8781 S.W. 131th Street  
Miami, Fl. 33176  
(305) 233-0633

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ARTICLE FIVE

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The Corporation shall have perpetual existence.

ARTICLE SIX

The registered office and principle place of business for this corporation shall be 444  
Brickell Ave., Suite 820, Miami, Fla. 33131

ARTICLE SEVEN

The number of directors shall not be less than one.

ARTICLE EIGHT

The names and post office addressed of the first Board of Directors, who subject to the  
provisions of the certificate of Incorporation and by-laws of the Corporation Laws of the  
State of Florida, shall hold office for the First Year of the corporation's existence, or until  
their successors are elected and have qualified, are:

Luis G. Coello, 444 Brickell Ave., Suite 820, Miami, Fla. 33131  
Pres, Secretary-Treasurer, Director

ARTICLE NINE

The names and addresses of the Subscribers to the Certificates of Incorporation are:

Luis G. Coello, 444 Brickell Ave. Suite 820, Miami, Fl. . 33131

ARTICLE TEN

The Registered Agent for said Corporation is:

Luis G. Coello, 444 Brickell Ave. Suite 820, Miami, Fla. 33131

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## ARTICLE ELEVEN

The Corporation shall have all the rights and powers as Set Fourth in the Florida Statutes,  
Applicable to Corporations for Profit.


I THE UNDERSIGNED, being the original subscriber to the Capital Stock  
hereinabove named for the purpose of Forming a Corporation for Profit to do business,  
both with and without the State of Florida, do hereby make, subscribe, acknowledge and  
file this certificate, hereby declaring that the facts herein stated are true, and have  
hereunto set my hand and seals this 22nd day of October 1996.

  
(SEAL)

STATE OF FLORIDA    }  
                                  }SS  
COUNTY OF DADE    }

ON THIS DAY, BEFORE ME, personally appeared: Luis G. Coello the party to  
the foregoing Certificate of Incorporation known to me personally to be such or produced  
the following identification FID LIC, and acknowledged the said Certificate to  
be free and voluntary act and Deed of them, and that each statement and fact are therein  
truly Set Forth.

WITNESS my hand and Notarial Seal at Miami, Florida on this 22nd day of October,  
1996.



NOTARY PUBLIC-STATE OF FLORIDA AT LARGE

My Commission Expires:



IRELA D EVANS  
My Commission CC388710  
Expires Jun. 23, 1998  
Bonded by ANG  
800-852-5878

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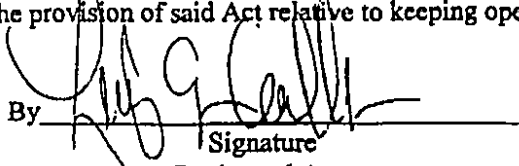
**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR  
DOMICILE FOR SERVICE OF PROCESS WITHIN THE STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-That MIAMI TRAVEL CARD, INC. desiring to organize under the laws of the State of Florida with it's principal office as indicated in the articles of incorporation at City of Miami, County of Dade, State of Florida has named Luis G. Coello agent located at 444 Brickell Ave. Suite 820, City of Miami, County of Dade, State of Florida 33131, as its agent, to accept service of process within this state.

**ACKNOWLEDGMENT;**

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.

By   
Signature  
Registered Agent  
Luis G. Coello

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