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I. BARRY BLAXBERG
MOISES T. GRAYSON
SEYMOUR N. SINGER

STATE
TALLAHASSEE, FLORIDA
IAN J. KUKOFF
JONATHAN W. SEGAL
DANIEL J. SERRER

Writer's Direct Line: 305-381-7979 Ext. 316

January 2, 1997

VIA FEDERAL EXPRESS

Secretary of State
Florida Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: JAS TRAVEL & TOURS, INC.

Gentlemen:

Enclosed are two (2) original executed Articles of Incorporation for the above-captioned corporation. Also enclosed is our check in the amount of \$131.25 for the following fees:

| | | |
|------------------------------|-----------------|-----------------------|
| Filing Fees | \$35.00 | |
| Certified Copies | \$52.50 | |
| Registered Agent Designation | \$35.00 | 200002045652--9 |
| Certificate of Good Standing | \$ 8.75 | -01/03/97--01153--009 |
| | | ****131.25 ****131.25 |
| TOTAL | \$131.25 | |

Please return a certified copy of the Articles of Incorporation to the undersigned as soon as they are filed, via Federal Express. I have enclosed a Federal Express Airbill for your convenience.

Very truly yours,

Seymour N. Singer

Handwritten initials and date: 1/9/97

cc: Marcia E. Vega

Enclosures

ARTICLES OF INCORPORATION OF
JAS TRAVEL & TOURS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

CORPORATE NAME

The name of this corporation shall be: JAS TRAVEL & TOURS, INC.

ARTICLE II.

NATURE OF CORPORATE BUSINESS

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

ARTICLE III.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of common stock having a par value of One Dollars (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be: BLAXBERG, GRAYSON & SINGER, P.A., 25 S.E. 2nd Avenue, Suite 730, Miami, Florida 33131.

ARTICLE V.

MAILING ADDRESS OF CORPORATION

The Corporation's mailing address shall be: 15600 N.W. 82nd Court, Miami Lakes, Florida 33016.

ARTICLE VI.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VII.

INITIAL DIRECTOR

The name and post office address of the first Director of the Corporation is:

| | |
|----------------|---|
| <u>Name</u> | <u>Address</u> |
| Marcia E. Vega | 15600 N.W. 82 nd Court Miami Lakes, Florida 33016 |

The first Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VIII.

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is:

| | |
|---------------------|---|
| <u>Incorporator</u> | <u>Address</u> |
| SEYMOUR N. SINGER | 25 S.E. 2 nd Avenue, Suite 730 Miami, Florida 33131 |

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.




 SEYMOUR N. SINGER

STATE OF FLORIDA :
 : SS
 COUNTY OF DADE :

BEFORE ME, the undersigned authority, appeared SEYMOUR N. SINGER, who is personally known to me or who has produced _____ as identification, and acknowledged that he/she/they executed said Articles of Incorporation, and who did take an oath.

WITNESS my hand and seal in the State and County aforesaid, this 2 day of January, 1999.



 NOTARY PUBLIC, State of Florida
 Print Name: Elizabeth Flores
 My Commission Expires:



Elizabeth Flores
 My Commission GC560455
 Expires Aug. 27, 2000

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

BLAXBERG, GRAYSON & SINGER, P.A.
Registered Agent

BY:


SEYMOUR N. SINGER, Vice President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA