1-10-97

Anthony Requestor's Name 18145 Pembroke Pines City State ZIP (954) 433-2126

CORPORATION(S) NAME

| () Call When Ready Walk In () Will Wal Nome Availability Occument | e Pick Up EFFECTIVE DATE | () After 4:30 () Mall Out |
|---|--------------------------------------|---|
| Certified Copy | () Photo Copies | () Certificate Under Seal () After 4:30 |
| () Limited Partnership () Reinstatement | () Annual Report () Reservation | () Other () Change of Registered Agent |
| () Foreign | () Dissolution | () Mark |
| Profit () NonProfit | () Amendment | () Merger DD II: 5 |
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| FIRST Class | TRQUEL & 7 | Tours, INC. |

CR2E031 (R8-85)

FIRST CLASS TRAVEL & TOURS, INC.

ARTICLES OF INCORPORATION

THE UNDERSIGNED, desiring to incorporate a corporation under the provisions of the Florida Corporation Act does hereby certify:

- 1. The name of the corporation is FIRST CLASS TRAVEL & TOURS, INC.
- 2. The term for which the corporation is to exist is perpetual.
- 3. The general nature of the business to be transacted by the corporation shall be to engage in any act permitted under the laws of the United States of America and of the State of Florida, as limited by the provisions of the Florida Corporation Act.
- 4. The aggregate number of shares of capital stock which the corporation shall have the authority to issue is five hundred (500) shares of common stock having a par value of one dollar (\$1.00) each.
- 5. The initial principal office of the corporation shall be located at 2100 N.W. 92nd Avenue, Miami, FL 33172-4805. Registered Agent shall be ANTHONY T. LEPORE, ESQ., P.A.
- 6. The initial Board of Directors shall be comprised of one (1) member. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1).

The names and addresses of the initial Directors are:

NAME ADDRESS

- JOSE A. ORTEGA, JR. 2100 N.W. 92nd Avenue, Miami, FL 33172-4805
 - 7. The name and address of the incorporator hereof is:

ANTHONY T. LEPORE, ESQ. 18145 S.W. 5th Ct., Pembroke Pines FL 33029

- 8. The formation of the corporation shall be effective as of the date of execution and acknowledgment hereof.
- 9. With respect to all shares of stock of the corporation, every Shareholder upon a sale for cash or other property of any such new shares of stock, or options or warrants therefore, shall have the pre-emptive right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the same price at which such new shares of stock, or option or warrants therefor, are offered to others.

IN WITNESS WHEREOF, the undersigned this hereunto set his hand and seal this 10 day of 1997

ANTHONY T. LEPORE, ESQ.

STATE OF FLORIDA)
(COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared ANTHONY T. LEPORE, ESQ., who (is known to me personally)(produced a valid driver's license as identification) and upon being first duly sworn acknowledged that he executed the foregoing document freely and voluntarily and for the purpose therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this // day of JANJAN, , 1997.

NOTARY PUBLIC, State of Florida

My Commission expires:



CERTIFICATE DESIGNATING PLACE OF

BUSINESS OR DOMICILE FOR THE SERVICE JAN 13

OF PROCESS WITHIN THIS STATE, NAME OF PROCESS WITHIN THIS STATE, NAME OF PROCESS WHOM PROCESS MAY BE VERIFIED

AGENT UPON WHOM PROCESS MAY BE VERIFIED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That FIRST CLASS TRAVEL & TOURS, INC., desiring to organize under the laws of the State of Florida, with its principal office at 2100 N.W. 92nd Avenue, Miami, County of Dade, State of Florida, 33172-4805 has named ANTHONY T. LEPORE, ESQ., P.A., located at 18145 S.W. 5th Court, Pembroke Pines, FL 33029, Broward County, Florida as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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

DNY T. LEPORE, ESQ., P.A.

By: Anthony T. Lepore, Esq.