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C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

**CORPORATION(S) NAME**

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-01/24/97--01109--012  
\*\*\*\*192.50 \*\*\*\*192.50

Travelsmart Reservation Center, Inc

☒ Profit Articles

☐ NonProfit

☐ Amendment

☐ Merger

☐ Limited Liability Company

☐ Dissolution/Withdrawal

☐ Mark

☐ Foreign

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Limited Liability Partnership

☐ Fictitious Name

(2) ☒ Certified Copy

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
TRAVELSMART RESERVATION CENTER, INC.**

**A CORPORATION ORGANIZED UNDER THE  
FLORIDA BUSINESS CORPORATION ACT**

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the corporation shall be:

TravelSmart Reservation Center, Inc. (the "Corporation").

**ARTICLE II  
PRINCIPAL OFFICE**

The principal place of business and mailing address of the Corporation shall be:

c/o Steven B. Chameides, Esq.  
777 South Flagler Drive, Suite 200  
East Tower  
West Palm Beach, Florida 33401

**ARTICLE III  
SHARES**

The number of shares of stock that the Corporation is authorized to have outstanding at any one time is:

Ten Thousand (10,000) Shares

**ARTICLE IV  
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

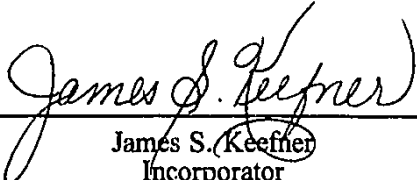
Thomas F. Munro II, Esq.  
Foley & Lardner  
777 South Flagler Drive, Suite 200  
East Tower  
West Palm Beach, Florida 33401

**ARTICLE V**  
**INCORPORATOR**

The name and street address of the incorporator to these Articles  
of Incorporation is:

James S. Keefner  
3000 K Street, N.W., Suite 500  
Washington, D.C., 20007-5109

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles  
of Incorporation this 22nd day of January, 1997.

  
\_\_\_\_\_  
James S. Keefner  
Incorporator

James S. Keefner  
FOLEY & LARDNER  
3000 K Street, N.W.  
Suite 500  
Washington, D.C. 20007-5109

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE CORPORATION STATED BELOW, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

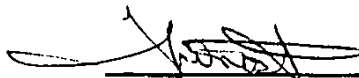
TravelSmart Reservation Center, Inc.

2. The name and address of the registered agent and office is:

Thomas F. Munro II, Esq.  
Foley & Lardner  
777 South Flagler Drive, Suite 200  
East Tower  
West Palm Beach, Florida 33401

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Dated this 22nd day of January, 1997.



Thomas F. Munro II