

P9700001/207

KAYAK INTERNATIONAL, INC.
8211 NW 64TH STREET #8
MIAMI, FL
33166

FILED
97 JAN 31 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 24, 1997

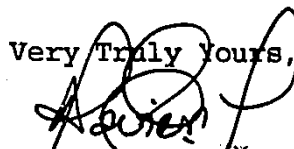
State of Florida
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-01/31/97--01049--017
***122.50 ***122.50

Gentlemen,

Enclosed please find the Articles of Incorporation for KAYAK INTERNATIONAL, INC. and a check in the amount of \$122.50 to cover the filing of these articles.

Very Truly Yours,


Alfredo Laviere
Incorporator

AL FEB - 4 1997

**ARTICLES OF INCORPORATION
OF
KAYAK INTERNATIONAL, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of Kayak International, Inc. under the Florida Business Corporation Act, adopts the following articles of incorporation.

ARTICLE I - NAME

The name of the corporation is:

Kayak International, Inc.

ARTICLE II - ADDRESS

The mailing address of the corporation is:

8211 NW 64th Street #8
Miami, FL
33166

ARTICLE III - COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing these articles of incorporation.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE V - AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 8211 NW 64th Street #8 Miami, FL 33166 and the name of the corporation's initial registered agent at that address is Alfredo Lavieri.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may either be increased or diminished from time to time, as provided in the bylaws, but never be less than one. The name and street address of the initial director is:

| | |
|------------------|---|
| NAME: | ADDRESS: |
| Alfredo Lavieri | 10440 SW 156 Ct #719 Miami, FL 33196 |
| Jose G. Negrette | 8215 NW 64th Street #8 Miami, FL 33166 |

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

| | |
|-----------------|---|
| NAME: | ADDRESS: |
| Alfredo Lavieri | 10440 SW 156 CT #179 Miami, FL 33166 |

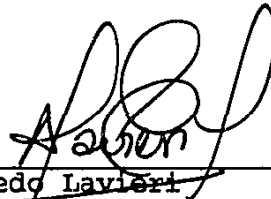
ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders which specifically provides that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X - AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these articles of incorporation in the manner described by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these articles of incorporation the 24th day of January 1997.


A horizontal line is drawn across the signature.

Alfredo Laviere
Incorporator

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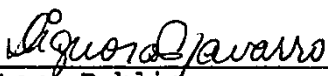
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

Before me, a notary public authorized to take acknowledgement in the state and county set forth above, personally appeared Alfredo Lavieri known to me and known by me to be the person who executed the foregoing articles of incorporation, and he/she acknowledged before me that he/she executed the articles of incorporation.

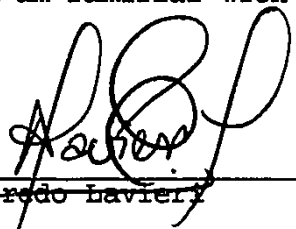
In witness whereof, I have hereunto set my hand and seal in the state and county aforesaid this 24th day of January 1997.



Notary Public
DIGNORA C. NAVARRO
Notary Public, State of Florida
My Comm. expires Jan 22, 2000
No. CC526485

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with and accept the obligations of that position.



Alfredo Lavieri