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THE LAW OFFICE OF
Onofre "OC" Cintron

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

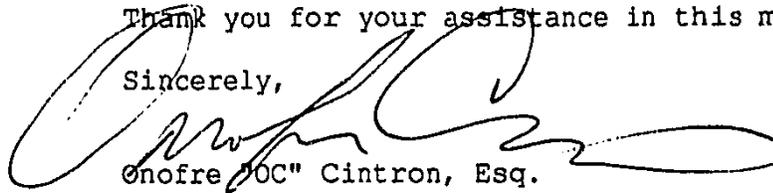
Re: Incorporation of Economy Travel, Inc.

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida corporation. Also enclosed find designation and acceptance of registered agent.

Enclosed is a check in the amount of \$122.50 representing the fees for filing and a certified copy of the articles of incorporation.

Thank you for your assistance in this matter.

Sincerely,

 2/17/96

Onofre "OC" Cintron, Esq.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 20 PM 12:00

gf 2/25/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 20 PM 12:00

**ARTICLES OF INCORPORATION
OF
ECONOMY TRAVEL 2000, INC.**

The undersigned, acting as incorporators, hereby adopts these Articles of Incorporation and forms a for profit corporation under the Laws of the State of Florida.

ARTICLE I. CORPORATE NAME.

The name of this corporation is Economy Travel 2000, Inc.

ARTICLE II. PRINCIPAL OFFICE.

The initial principal place of business and mailing address of this corporation is 10014 N. Dale Mabry Hwy., # 101 Tampa, Florida 33618.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent is Marleny Glomb, 10014 N. Dale Mabry Hwy., Tampa, Florida 33618.

ARTICLE V. INCORPORATORS.

The name and street address of the incorporators to these articles of incorporation are:

Marleny Glomb, 10014 N. Dale Mabry Hwy., Tampa, Florida 33618.

Mary Allen, 10014 N. Dale Mabry Hwy., Tampa, Florida 33618.

ARTICLE X. PURPOSE.

The purpose of this corporation shall be to transact any and all lawful business in the operation of a travel agency, including the ownership of real property.

ARTICLE XI. BOARD OF DIRECTORS.

The initial Board of Directors shall be composed of two members whose names and addresses are as follows:

Marleny Glomb 10014 N. Dale Mabry Hwy., Tampa, Florida 33618.

Mary Allen, 10014 N. Dale Mabry Hwy., Tampa, Florida 33618.

The number of directors may raised or lowered by amendment of the bylaws of the corporation.

The undersigned incorporators have executed these articles of incorporation on this 17 day of febrera 1997.

Marleny Glomb
Signature of: Marleny Glomb

Mary Allen
Signature of : Mary Allen

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 FEB 20 PM 12:00

Designation and Acceptance of Registered Agent

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation 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 Economy Travel 2000, Inc.
2. The name of the registered agent is Marleny Glomb.
3. The address of the registered agent/registered office is 10014 N. Dale Mabry Hwy., Tampa, Florida 33618.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

Marleny Glomb

Marleny Glomb.

Date: 2-17-97