

Mar-03-97 03:58 MARTINEZ-CID MIAMI FL 305 858 2513

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3/03/97

FLORIDA DIVISION OF CORPORATIONS  
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((H97000003616 4))

TO: DIVISION OF CORPORATIONS

FAX R: (904)922-4001

FROM: RICARDO MARTINEZ-CID, P.A.  
CONTACT: RICARDO MARTINEZ-CID  
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NAME: M. A. TRAVEL INC.

AUDIT NUMBER.....H97000003616

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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FLORIDA BAR NO. 157029 / AUDIT NUMBER: #97000003616

ARTICLES OF INCORPORATION

M. A. TRAVEL INC.

Article I - Name

The name of this corporation is M. A. TRAVEL INC.

Article II - Purpose

This corporation is organized to provide quality travel and tourist services in Florida, and for all other lawful businesses.

Article III- Capital Stock

This corporation is authorized to issue Ten Thousand (10,000) shares of One and No/100 (\$1.00) Dollar par value common stock.

Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V - Initial Principal, Registered Office and Agent

The principal address of the office of this corporation is 169 E. Flagler Street, Suite 1514, Alfered E. Dupont Building, Miami, Florida 33131.

The name of the initial Registered Agent of this corporation is MARCELO F. ARANCIBIA of 169 E. Flagler Street, Suite 1514, Alfered E. Dupont Building, Miami, Florida 33131.

Article VI - Initial Board of Directors and Officers

This corporation shall have one (1) director initially. The number of directors may either increase or diminish from time to time by the by-laws, but shall never be less than one (1). The initial director of this corporation is MARCELO F. ARANCIBIA, of 169 E. Flagler Street, Suite 1514, Alfered E. Dupont Building, Miami, Florida 33131, who will also serve as president/secretary/treasurer of the corporation.

Prepared by: Ricardo Martinez-Cid

1699 Coral Way, Suite 510, Miami, Florida 33145

Telephone (305) 859-7494/ Facsimile (305) 858-2513

FLORIDA BAR NO. 157029 / AUDIT NUMBER: #97000003616

*Marcelo F. Arancibia*

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Article VII - Incorporator

The name and address of the person signing these Articles is MARCELO F. ARANCIBIA, of 169 E. Flagler Street, Suite 1514, Alfered E. Dupont Building, Miami, Florida 33131.

Article VIII - Beginning of Corporate Existence

This corporation shall begin its corporate existence on the date these articles are filed with the Secretary of State.

Article IX - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

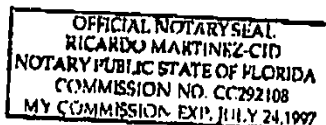
IN WITNESS WHEREOF, the undersigned incorporated has executed these Articles of Incorporated, this February 28, 1997.

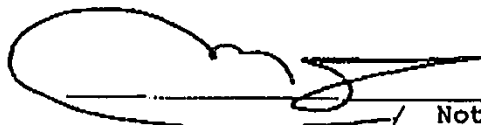
  
MARCELO F. ARANCIBIA

STATE OF FLORIDA )  
                          ) SS.  
COUNTY OF DADE )

BEFORE ME, the undersigned Notary Public, personally appeared MARCELO F. ARANCIBIA, known to me personally and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same, and he did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Dade County, Florida, this February 28, 1997.



  
\_\_\_\_\_/ Notary Public  
State of Florida at Large

Prepared by: Ricardo Martinez-Cid  
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CERTIFICATE DESIGNATING THE ADDRESS AND  
AN AGENT UPON WHOM PROCESS MAY BE SERVED

## WITNESSETH:

That M. A. TRAVEL INC. , desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Dade, has named MARCELO F. ARANCIBIA, located at 169 E. Flagler Street, Suite 1514, Alfered E. Dupont Building, Miami, Florida 33131, as its agent to accept service of process within this state.

## ACKNOWLEDGMENT:

Having been named by the first Board of Directors of  
M. A. TRAVEL INC.

to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes this February 28, 1997.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

  
MARCELO F. ARANCIBIA  
Registered Agent

Prepared by: Ricardo Martinez-Cid  
1699 Coral Way, Suite 510, Miami, Florida 33145  
Telephone (305) 859-7494/ Facsimile (305) 858-2513  
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