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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: ASISTUR TRAVEL, INC.

AUDIT NUMBER.....H97000005478

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

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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CERTIFICATE OF INCORPORATION  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

-of-

ASISTUR TRAVEL, INC.

I, the undersigned, for the purposes of forming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of corporation for profit.

#### ARTICLE ONE

The name of the Corporation shall be ASISTUR TRAVEL, INC.

#### ARTICLE TWO

The Corporation may engage in any activity or business permitted under the laws of the State of Florida and the United States.

#### ARTICLE THREE

The Corporation is authorized to have 500 shares of Stock at a Par Value of \$1.00 per share, outstanding.

#### ARTICLE FOUR

The amount of capital that which the Corporation shall begin business with shall not be less than FIVE HUNDRED DOLLARS.

Prepared by:  
XIOMARA LEE, P.A.  
FED. ID# 65-0118113  
9100 S. Dadeland Blvd., Suite 704  
Miami, FL 33156  
(305) 670-1069

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ARTICLE FIVE

The Corporation shall have perpetual existence.

ARTICLE SIX

The registered office and principle place of business for this corporation shall be 11762 North Kendall Drive, Suite 305, Miami, Fl. 33186.

ARTICLE SEVEN

The number of directors shall not be less than one.

ARTICLE EIGHT

The names and post office addressed of the first Board of Directors, who subject to the provisions of the certificate of Incorporation and by-laws of the Corporation Laws of the

State of Florida, shall hold office for the First Year of the corporation's existence, or until their successors are elected and have qualified, are:

MARCOS CONCEPCION, 11762 N. Kendall Drive., Suite 305 Miami, Fl. 33186  
Pres, Secretary-Treasurer, Director

ARTICLE NINE

The names and addresses of the Subscribers to the Certificates of Incorporation are:

MARCOS CONCEPCION, 11762 N. Kendall Drive., Suite 305 Miami, Fl. . 33186.

ARTICLE TEN

The Registered Agent for said Corporation is:

MARCOS CONCEPCION, 11762 N. Kendall Drive., Suite 305 Miami, Fl. 33186.

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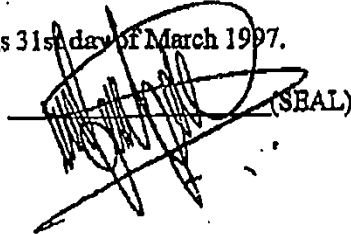
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ARTICLE ELEVEN

The Corporation shall have all the rights and powers as Set Fourth in the Florida Statutes,  
Applicable to Corporations for Profit.

I THE UNDERSIGNED, being the original subscriber to the Capital Stock  
hereinabove named for the purpose of Forming a Corporation for Profit to do business,  
both with and without the State of Florida, do hereby make, subscribe, acknowledge and  
file this certificate, hereby declaring that the facts herein stated are true, and have  
hereunto set my hand and seals this 31st day of March 1997.

STATE OF FLORIDA     }  
                                  } SS  
COUNTY OF DADE     }

 (SEAL)

ON THIS DAY, BEFORE ME, personally appeared: MARCOS CONCEPCION  
the party to the foregoing Certificate of Incorporation known to me personally to be such  
or produced the following identification C521-550-47-283-0, and acknowledged the said  
Certificate to be free and voluntary act and Deed of them, and that each statement and  
fact are therein truly Set Forth.

WITNESS my hand and Notarial Seal at Miami, Florida on this 31st day of March,  
1997.

  
NOTARY PUBLIC-STATE OF FLORIDA AT LARGE

My Commission Expires:



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**FILED**

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**97 APR -3 PM 12:18**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

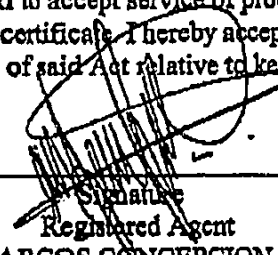
**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR  
DOMICILE FOR SERVICE OF PROCESS WITHIN THE STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-That ASISTUR TRAVEL, INC. desiring to organize under the laws of the State of Florida with it's principal office as indicated in the articles of incorporation at City of Miami, County of Dade, State of Florida has named MARCOS CONCEPCION agent located at 11762 N. Kendall Drive., Suite 305 City of Miami, County of Dade, State of Florida 33186, as its agent, to accept service of process within this state.

**ACKNOWLEDGMENT;**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By   
\_\_\_\_\_  
Signature  
Registered Agent  
**MARCOS CONCEPCION**

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