

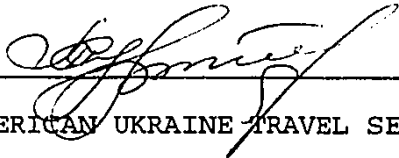
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TRANSMITTAL LETTER

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

SUBJECT: AMERICAN UKRAINE TRAVEL SERVICES, INC.

I enclose a two original of the Articles of Incorporation for the above corporation and a check in the amount of \$131.25 For, filling fee, certified copy & certificate

SIGNED:  DATE: September 15, 1997

From: AMERICAN UKRAINE TRAVEL SERVICES, Inc.

TATIANA TURCHINOVA INCORPORATOR/DIRECTOR

5218 DEXTER ST.

ORLANDO, FL. 32807

Tel.: (407) 275-5157

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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ARTICLES OF INCORPORATION  
OF  
AMERICAN UKRAINE TRAVEL SERVICES, INC.

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DIVISION OF CORPORATIONS  
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ARTICLE I NAME

The name of the corporation shall be:  
AMERICAN UKRAINE TRAVEL SERVICES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:  
5218 Dexter Street  
Orlando, Florida

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000. With no par value.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

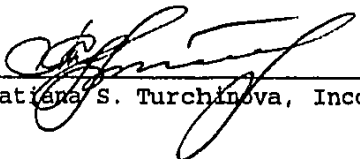
The name and address of the initial registered agent is:  
Gabriel Mnayarji  
5218 Dexter Street  
Orlando, Florida. 32807

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:  
Art Life Travel & Tours  
5 Vladimirskeya St  
Kiev Ukraine 252025

International Travel & Entertainment Services, Inc.  
5218 Dexter Street  
Orlando, Florida. 32807

The undersigned has executed these Articles of Incorporation this 15 day of September 1997.

  
\_\_\_\_\_  
Tatiana S. Turchinova, Incorporator

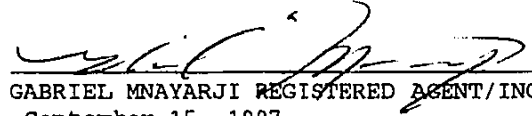
CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, 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 AMERICAN UKRAINE TRAVEL SERVICES, INC.

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

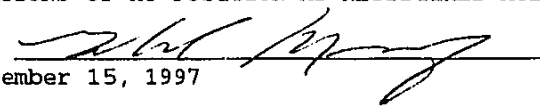
GABRIEL MNAYARJI  
5218 Dexter st.  
ORLANDO, FL. 32807

Signature: 

Title: GABRIEL MNAYARJI REGISTERED AGENT/INCORPORATOR

Date: September 15, 1997

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.

Signature: 

Date: September 15, 1997

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DIVISION OF CORPORATIONS  
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