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TO: DIVISION OF CORPORATIONS

FAX #: (850)922~4001

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FROM: FILINGS, INC.

CONTACT: TERESA ROMAN PHONE: (904)385-6735

-6735 FAX #:

ACCT#:

(904)561-1025

NAME: U GO TOURS OF FLORIDA, INC. AUDIT NUMBER......197000018598 DOC
TYPE......FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

SECRETARY OF STATE DIVISION OF CORPORATIONS

Jan 1



ARTICLES OF INCORPORATION

OF

U GO TOURS OF FLORIDA, INC.

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE ONE NAME

The name of this corporation is: U GO TOURS OF FLORIDA, INC.

ARTICLE TWO CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE THREE PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

- 1. To provide services for tourists.
- 2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business or necessary or desirable in order to accomplish the foregoing.

Prepared By: Joseph D. Garrity, FBN: 87531

1515 University Drive, Suite 207, Coral Springs, Fl 33071

954- 757 - 7500

ARTICLE FOUR CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value of one dollar (\$1.00) per share.

ARTICLE FIVE REGISTERED OFFICE AND AGENT

AND PRINCIPAL OFFICE

The street address of the initial registered office of the corporation is 3724 N.W. 115 Avenue, Coral Springs, Florida, 33065-2628; and the name of its initial registered agent at such address is VILMA MILAGROS DAWLEY.

ARTICLE SIX DIRECTORS

The number of directors constituting the initial board of directors of the corporation is two (2). The name and address of each person who is to serve as a member of the initial board of directors is:

NAME ADDRESS

VILMA MILAGROS DAWLEY
Director/President

EDUARDO LOGRONO DIVANNA Vice-President 3724 N.W. 15th Avenue Coral Springs, Fl 3306S-2628

3724 N.W. 15th Avenue Coral Springs, Fl 33065-2628

ARTICLE SEVEN INCORPORATORS

The name and address of each incorporator is:

NAME ADDRESS

VILMA MILAGROS DAWLEY

Director/President

3724 N.W. 15th Avenue

Coral Springs, Fl 33065-2628

#970000 1855 4€

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 7th day of November, 1997.

VILMA MILACROS DAWLEY, Incorporator

STATE OF FLORIDA) \$5:

COUNTY OF BROWARD)

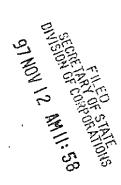
BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared, VILMA MILAGROS DAWLEY, who is personally known to me or who has produced to take an oath, executed the foregoing Articles of Incorporation.

DUNE 8. ENTEANS
BY COMMISSION & DC 346648
EXPIRED: March 26, 1666
Sende Toy, Reary Peac Universities

Notary Public, State of Florida

DIANE S. ENRMAN

My Commission Expires:



DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Pursuant to the provisions of Florida Statutes Sec. 607.0501 and 607.0505, U GO TOURS OF FLORIDA, INC., a 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.

- The name of the corporation is: U GO TOURS OF FLORIDA, INC.
- 2. The name of the registered agent is: VILMA MILAGROS DAWLEY.
- The address of the registered agent/registered office is 3724 N.W. 115 Avenue, Coral Springs, Florida 33065-2628.

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 performances of my duties, and I am familiar with and accept the obligations of my position as registered agent.

BY: VILMA MIZAGROS DAWLEY

Dated: November 7, 1997