

P98000000347

DATE December 30 1997

SECRETARY OF STATE
CORPORATION DIVISION
STATE OF FLORIDA
TALLAHASSEE, FL 32304

EFFECTIVE DATE
1-1-98

97 DEC 31 AM 8:41
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: BERNARD STEIN TRAVEL, INC.

GENTLEMEN:

ENCLOSED HERewith ARE THE ARTICLES OF INCORPORATION TOGETHER WITH
A COPY OF SAID ARTICLES FOR BERNARD STEIN TRAVEL, INC.

OUR CHECK IN THE AMOUNT OF \$70.00 INCLUDES THE FOLLOWING:

FILING FEE
CHARTER TAX
REGISTERED AGENT TOTAL: \$ 70.00

600002387216--5
-12/31/97--01051--013
*****70.00 *****70.00

RESPECTFULLY SUBMITTED,

Bernard Stein

SIGNER'S NAME: BERNARD STEIN
ADDRESS: 620-2 N.E. 9TH AVENUE
 FORT LAUDERDALE, FL 33304
DAYTIME PHONE: (954) 763-8414

CB
1-5-98

PLEASE NOTE: THE EFFECTIVE DATE OF THESE ARTICLES IS TO BE
JANUARY 1, 1998.

ARTICLES OF INCORPORATION
OF
BERNARD STEIN TRAVEL, INC.

FILED
97 DEC 31 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
1-1-98

ARTICLE I NAME

The name of the corporation shall be BERNARD STEIN TRAVEL, INC.

ARTICLE II PURPOSE

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

ARTICLE III CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is TEN THOUSAND (10,000) shares of common stock, having a par value of ONE (\$1.00) DOLLAR PER SHARE.

The amount of capital with which this corporation will begin business shall be the sum of not less than FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE IV DURATION

These Articles of Incorporation shall be effective commencing January 1, 1998.

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE V INITIAL REGISTERED AGENT

The name and address of the initial registered agent is:

Bernard Stein
620-2 N.E. 9th Avenue
Fort Lauderdale, FL 33304

ARTICLE VI INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Bernard Stein
620-2 N.E. 9th Avenue
Fort Lauderdale, FL 33304

ARTICLE VII PRINCIPAL OFFICE

The initial street address of the principal office of the corporation shall be:

620-2 N.E. 9th Avenue
Fort Lauderdale, FL 33304

ARTICLE VIII DIRECTORS

The number of Directors of this corporation shall be at least one (1) and no more than ten (10).

The name and street address of the member of the first Board of Directors of this Corporation is as follows:

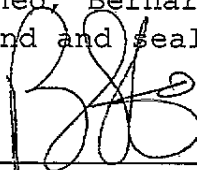
Bernard Stein
620-2 N.E. 9th Avenue
Fort Lauderdale, FL 33304

ARTICLE IX SUBSCRIBER

The name and address of the person signing these Articles of Incorporation as subscriber is as follows:

Bernard Stein
620-2 N.E. 9th Avenue
Fort Lauderdale, FL 33304

IN WITNESS WHEREOF, the undersigned, Bernard Stein, competent to contract, has hereunto set his hand and seal this 30 day of December, 1997.



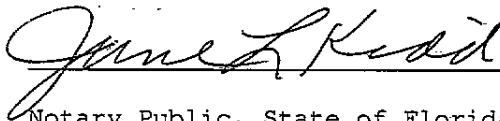
Bernard Stein

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned Notary Public of the State of Florida, personally appeared Bernard Stein known to me to be the individual described in and who executed the foregoing Articles of Incorporation, who acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

(Check X He is personally known to me.
One) He provided the following type of identification:

WITNESS my hand and official seal this 30th day of December, 1997.



Notary Public, State of Florida
My commission expires:

Notary Seal:



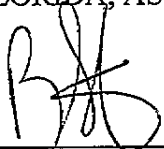
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT BERNARD STEIN TRAVEL, INC.
WITH ITS PLACE OF BUSINESS AT 620-2 N.E. 9TH AVENUE
FORT LAUDERDALE, FL 33304

HAS NAMED BERNARD STEIN
LOCATED AT 620-2 N.E. 9TH AVENUE
FORT LAUDERDALE, FL 33304

CITY OF FORT LAUDERDALE, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE 
(Corporate Officer)

TITLE PRESIDENT


DATE Dec 30 1997

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 DEC 31 AM 8:44

FILED

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE 
(Registered Agent)

DATE Dec 30 1997

BUREAU OF CORPORATE RECORDS, P.O. BOX 6327, TALLAHASSEE, FL 32314