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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

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

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: LATIN AMERICAN TOUR NETWORK, INC.

AUDIT NUMBER.....H98000000443

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

CERT. OF STATUS..0

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LATIN AMERICAN TOUR NETWORK, INC.

ARTICLE I

CORPORATE NAME

The name of the Corporation shall be:

Latin American Tour Network, Inc.

ARTICLE II

NATURE OF CORPORATE BUSINESS

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

ARTICLE III

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of stock. The shares of stock authorized shall be common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

Marc Birnbaum, Esquire
20801 Biscayne Blvd. #400
Miami, Florida 33180
Tel: (305) 931-1812
Florida Bar No.: 275034

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ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Marc Birnbaum, P.A.
20801 Biscayne Boulevard
Suite 400
Miami, Florida 33180

The Corporation's principal office shall be:

20801 Biscayne Boulevard
Suite 453
Miami, Florida 33180

ARTICLE V

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Board of Directors. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VI

INITIAL DIRECTORS

The names and post office addresses of the first Directors of the Corporation are:

NAME
Marc Birnbaum

ADDRESS
20801 Biscayne Boulevard
Suite 400
Miami, Florida 33180

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ARTICLE VII
INCORPORATOR


The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Marc Birnbaum	20801 Biscayne Boulevard Suite 400 Miami, Florida 33180

ARTICLES VIII
COMMENCEMENT DATE

Corporate existence will commence upon filing.

THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, makes and files these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.



Marc Birnbaum (SEAL)

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

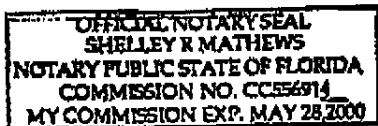
I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this 8th day of January, 1998 by MARC

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BIRNBAUM who is personally known to me.

Shelley R. Mathews
NOTARY PUBLIC



The undersigned hereby accepts the foregoing designation as Initial Registered Agent and agrees to comply with the provisions of law applicable to said DESIGNATION.

Marc Birnbaum
Marc Birnbaum, P.A.

January 8, 1998

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