

3/16/98

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: S & V TOUR BUSINESS MANAGEMENT, INC.

AUDIT NUMBER.....H98000005114

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

CERT. OF STATUS..1

PAGES.....

CERT. COPIES.....0

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

ATTN: TRACY

FILED
98 MAR 17 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

S & V TOUR BUSINESS MANAGEMENT, INC.

The principal place of business and mailing address of this corporation shall be:

457 N.E. 24th Street Suite # 3, Miami, Florida 33137

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1200 shares \$ 1.00 par value

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

Prepared by: Hispan-American Services, Inc.
1889 West Flagler Street
Miami, FL 33135 (305) 541-1040

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TALLAHASSEE, FLORIDA

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected,

Miguel Simisterra
444 Brickell Ave. # 51-228
Miami, Florida 33131

Ciro Villacreses
275 N.W. 34 Ave.
Miami, Florida 33125

ARTICLE VI INCORPORATOR(S)

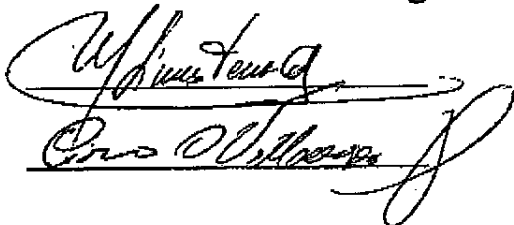

The name(s) and address(es) of the incorporator(s) to these articles of incorporation is(are):

Miguel Simisterra
444 Brickell Ave. # 51-228
Miami, Florida 33131

Ciro Villacreses
275 N.W. 34 Ave.
Miami, Florida 33125

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 13 day of March, 1998

Signature(s) of Incorporator(s)

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

1. The name of the corporation _____
S & V TOUR BUSINESS MANAGEMENT, INC.

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

275 N.W. 34 Ave., Miami, Florida 33125

(P.O. BOX NOT ACCEPTABLE)

(ADDRESS OFFICE)

SIGNATURE

[Signature]
(Corporate officer)

TITLE President

DATE 3/13/98

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

[Signature]

DATE 3/13/98