

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P980000025372

Beno Travel Enterprises, Inc.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 MAR 18 PM 12:57

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****245.00 ****122.50

- ☒ Art of Inc. File Cert
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

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Signature

Requested by:

CD 3/18/98 11:00

Name Date Time

Walk-In Will Pick Up

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ARTICLES OF INCORPORATION
OF
BENO TRAVEL ENTERPRISES, INC.

ARTICLE I - NAME

The name of the corporation is BENO TRAVEL ENTERPRISES, INC. (the "Corporation").

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV - INITIAL REGISTERED AGENT

The mailing and street address of the initial registered office of this Corporation is 2665 South Bayshore Drive, Suite 1004, Coconut Grove, Florida 33133; and the name of the initial registered agent of this Corporation is Jeffrey E. Levey.

ARTICLE V - PRINCIPAL OFFICE ADDRESS

The mailing and street address of the principal office of this Corporation is 333 41ST Street, Suite 900, Miami Beach, Florida 33140.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall have (2) initial directors. The number of directors may be either increased or decreased from time to time as provided in the Corporation's Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

David Dardashti
333 41st Street, Suite 900
Miami Beach, Florida 33140

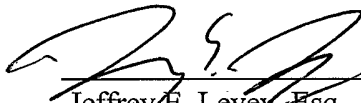
Hillel Bronstein
16 West 36th Street
New York, NY 10018

ARTICLE VII - INCORPORATOR

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

Jeffrey E. Levey, Esquire
Jeffrey E. Levey, P.A.
Suite 1004
2665 South Bayshore Drive
Coconut Grove, Florida 33133

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 17th day of March, 1998.



Jeffrey E. Levey, Esq
Incorporator

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**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

W I T N E S S E T H:

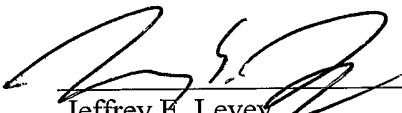
That BENO TRAVEL ENTERPRISES, INC. (the "Corporation"), desiring to organize under the laws of the State of Florida, has named Jeffrey E. Levey as its agent to accept service of process within this state.

BENO TRAVEL ENTERPRISES, INC.
Suite 1004
2665 South Bayshore Drive
Coconut Grove, Florida 33133

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and further, agrees 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 607.0505, Florida Statutes.

Dated this __ day of March, 1998.


Jeffrey E. Levey
Registered Agent