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FILED

98 MAR 30 PH 12: 05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:

Value Trips, Inc.

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee

FROM:

Anthony Marsella

P.O. Box 262515

Tampa, FL 33685-2515

(813) 886-9311

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ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

Value Trips, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

550 N. Reo St., Suite 300, Tampa, FL 33609

The mailing address of this corporation shall be:

P.O. Box 262515, Tampa, FL 33685-2515

98 NAR 30 PN 12: 05 SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE III SHARES

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

One Hundred Million (100,000,000)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Anthony Marsella 550 N. Reo St., Suite 300 Tampa, FL 33609

ARTICLE V INCORPORATOR

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

Anthony Marsella 550 N. Reo St., Suite 300 Tampa, FL 33609

Anthony Marsella - Incorporator

Date / /

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Anthony Marsella Registered Agent

<u>26/98</u>