	MA	ノノカノ	クメノ		
OFFIG USE ONLY (Document		13///			
100					
L ZARUS CORPORATE FILING SE	RVICE, INC.				
(Requestor's Name) 3320 S.W. 87th AVENUE					
(Address)					
MIAMI, FLORIDA (305)552-	5973				
(City, State, Zip) (Phone #)			The state of the s		
LOCAL REPRESENTATIVE TALLAHASSEE		office use only	<u>.</u>		
CORPORATION NAME(S) & D	OCUMENT NUM	BER(S) (if known):			
TOPINTERN	PTIONA	1 TODIVEL	71/0		
(Corporation Name)	ri(JUIVI)	(Document #)	/// 		
2.					
(Corporation Name)		(Document #)			
(Corporation Name)	<u> </u>	(Document #)			
4.		90000	02 47 5059\$ 20129801047010		
(Corporation Name)		(Document #) 米米	<u>/UL/38UU</u> U4/010 ***122.50 ****122.50		
Walk in Pick up time	2.00	Certified Copy			
Mail out Will wait	Photocopy	Certificate of Status			
			91 7AL		
NEW FILINGS	AMENDM	PNTS	98 APR SECRETA		
	Amendment		AS A		
Profit			882 - I		
NonProfit		I.A., Officer/Director	FIGURE D		
, Limited Liability	Change of Regist		OR.		
Domestication	Dissolution/Witho	drawal .			
Other	Merger		1		
·			RELIGIE - I AMILE OLI PANDA OF CURPORATION		
OTHER FILNGS	REGISTRATIO		AMII: 04		
Annual Report	QUALIFICATIO		5 D		
Fictitious Name	Foreign	\// ./ /_			
Name Reservation	Limited Partners	nip / 1/1 /G8	2		
Ivalue nesel valion	Reinstatement				
	Trademark		New York		
	Other				
		Evaminari	7_ T_:4:_1_		

ARTICLES OF INCORPORATION

<u>OF</u>

TOP INTERNATIONAL TRAVEL, INC.

ARTICLE I **NAME OF THE CORPORATION**

The name of this Corporation is as follows:

TOP INTERNATIONAL TRAVEL, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is:

2655 S.Bayshore Drive, Suite 315 Miami, FL 33133

ARTICLE III DURATION

This Corporation shall have perpetual existence commencing on the date of this filing of the Articles of Incorporation with the Department of State.

ARTICLE IV PURPOSE OF CORPORATION AND NATURE OF CORPORATE BUSINESS

This Corporation is organized for the following business purposes: to operate as a travel agency and to engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.

ARTICLE V CAPITAL STOCK OF CORPORATION

This Corporation is authorized to issue SEVEN THOUSAND FIVE HUNDRED (7500) shares of ONE DOLLAR (\$1.00) par value common stock. Consideration to be paid for each share of common stock will be designated by the Board of Directors.

ARTICLE VI PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The name of the initial registered agent of this corporation is Zaklina Kaytazi, and the street address of the initial registered office and the principal place of business of this corporation is

2655 S. Bayshore Drive, Suite 315 Miami, FL 33133

ARTICLE VIII INITIAL BOARD OF DIRECTORS

This Corporation shall have <u>1</u> directors constituting the original Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however there shall never be more than <u>5</u> directors nor less than one. The names and post office addresses of the members of the first board of Directors of this Corporation, are:

NAMES POST OFFICE ADDRESS

Zaklina Kaytazi 2655 S. Bayshore Drive, Suite 315

Miami, FL 33133

ARTICLE IX INCORPORATOR(S)

The name and post office address of the incorporator executing the Articles of Incorporation of this Corporation are:

INCORPORATOR'S NAME Zaklina Kaytazi POST OFFICE ADDRESS
2655 S. Bayshore Drive, Suite 315
Miami, FL 33133

ARTICLE X INDEMNIFICATION

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent of the law.

ARTICLE XI AMENDMENT

The Corporation shall have the power to amend, alter, change or repeal any provision of its certificate of incorporation in form of substance when proposed and approved by its board of directors and consented thereto at a stockholders' meeting by not less than a majority of the common stock; but where the proposed amendment would decrease the amount payable as a preference, or otherwise adversely affect the rights of any kind, class or series of stock, a vote of not less than a majority of the holders thereof shall be required for its adoption.

ARTICLE XII POWER TO FORM PARTNERSHIP

The Corporation shall have the power to enter into, or become a partner in, any arrangement for sharing profits, union of interests, cooperation, joint-venture or otherwise, with any person, firm or corporation now carrying on or about to carry on any business which this corporation has the direct or incidental authority to pursue.

ARTICLE XIII INSPECTION

The Board of Directors from time to time shall determine whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the Corporation or any of them, shall be open to the inspection of the stockholders, and no stockholder shall have any right to inspect any account or document of the Corporation, except as conferred by a statute or authorized by the Board of Directors, or by resolution of the stockholders.

ARTICLE XIV ATTESTATION

	oose and intent to carry est that the above facts	on business within the		
		Zaklina Kayta INCORPORAT		
STATE OF FLORIDA)			
COUNTY OF DADE)	÷		
ON THIS DAY BEFORE ME, a Notary Public duly authorized in the State and County set forth above, personally appeared Zaklina Kaytazi, to and by me known as the person described in the above Articles of Incorporation as the Incorporator, and SHE acknowledged before me that SHE executed the above-described Articles of Incorporation. IN WITNESS THEREOF, I have set my hand and affixed my official seal at Miami, County of Dade, State of Florida, this 30 day of Mach ,1998.				
			C, STATE OF FLORIDA LARGE	
My Commission expires:				

Pamela J. Anderson
Notary Public, State of Florida
Commission No. CC 471208
My Commission Expires 4/28/99

CERTIFICATE DESIGNATING REGISTERED AGENT FOR SERVICE OF PROCESS

In accordance with Chapter 48.091, Florida Statutes, Top International Travel, Inc. hereby designates Zaklina Kaytazi, of 2655 S.Bayshore Drive, Suite 315, Miami, FL 33133, as the Registered Agent of said Corporation to accept service of process within the State of Florida.

> Top International Travel, Inc., a Florida Corporation

Zaklina Kaytazi- President

The person whose signature appears below accepts the above designation as Registered Agent for Top International Travel, Inc., a Florida Corporation, for service of process within the State of Florida, and agrees to comply with the provisions of the law which apply to said designation of Registered Agent.

Zaklina Kaytazi- Registered Agent

for Top International Travel, Inc.