

P98000038645

April 15th, 1998

Secretary of State
Division of Corporations
P.O.Box. # 6327
Tallahassee, Florida 32301

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-04/27/98-01071--013
****122.50 ****122.50

Ref: CITY TOURS OF FLORIDA, CORP.

Dear Sirs;

Enclosed herewith please find two sets of Articles of Incorporation of the above captioned corporation. It has been verified with your office that the above name is available for incorporation at this time.

Please certify one of the copies and return same to me.
I enclose check to cover the following:

Filing Fee:	\$ 35.00
Certified Copy:	52.50
Registered Agent Fee:	35.00

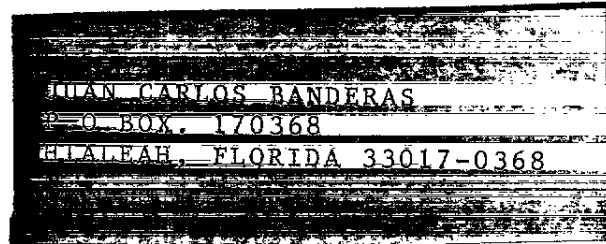
Total: \$ 122.50

Thank you for your attention to the foregoing.

Sincerely,

JCBanderas

Juan Carlos Banderas



Dmp
4/29/98

FILED

98 APR 27 AM 10:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

98 APR 27 AM 10:08

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLES OF INCORPORATION

Of

ARTICLE I - NAME

The name of this Corporation is:

CITY TOURS OF FLORIDA, CORP.

The principal address for the corporation is:

4051 N.W. 145TH Street
Opa-Locka, Florida 33054

and the mailing address is:

P.O.BOX.# 170368
HIALEAH, FLORIDA 33017-0368

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized under the laws of the State of Florida, as a corporation for profit, generally engaged in any business activities permitted by law.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one thousand (1,000.00) shares of common stock, each share having the par value of One (\$1.00) dollar.

Authorized capital stock may be paid in cash, services or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

**ARTICLE V – INITIAL REGISTERED
OFFICE AND AGENT**

The street address of the initial registered office of the corporation is:
4051 N.W. 145TH. Street., Opa-Locka, Florida 33054 and the mailing address of the
corporation is: P.O.BOX.# 170368, Hialeah, Florida 33017-0368 and the name of the
initial registered agent at this address is: Juan Carlos Banderas.

**ARTICLE VI – INITIAL BOARD
OF DIRECTORS**

This corporation shall have one Director initially. The number of directors may be either
increased or diminished from time to time by-laws but shall never be less than one,

The name and street address of the initial director of this Corporation is:

**Juan Carlos Banderas
4051 N.W. 145th. Street
Opa-Locka, Florida 33054**

The mailing address of Director is:

**P.O.BOX.# 170368
Hialeah, Florida 33017-0368**

ARTICLE VII - INCORPORATOR

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

**Juan Carlos Banderas
4051 N.W. 145th. Street
Opa-Locka, Florida 33054**

The mailing address is:

**P.O.Box.# 170368
Hialeah, Florida 33017-0368**

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer, director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders, is subject to this reservation.

CERTIFICATE DESIGNATING AGENT

(F.S. Section 48.091)

BE IT KNOW THAT:

CITY TOURS OF FLORIDA, CORP.

Desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Opa-Locka, State of Florida, has named

Juan Carlos Banderas

4051 N.W. 145th Street. Opa-Locka, Florida 33054

as its agent to accept services of process within Florida.

DATED THIS 15th. day of April, 1998

FILED

98 APR 27 AM 10:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE

Having been named to accept service of process for

CITY TOURS OF FLORIDA, CORP.

I hereby agree to act in this capacity and I further agree to comply with provisions of all statutes relative to the proper and complete performance of my duties.

JC Banderas
Juan Carlos Banderas
Resident Agent

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15, day of APRIL, 1998.

JC Banderas
Subscriber.

STATE OF FLORIDA:
COUNTY OF DADE:

BEFORE ME, a Notary Public, authorized to take oaths and acknowledgments in the State and County set forth above, personally appeared, JUAN CARLOS BANDERAS, known by me to be the person who acknowledged before me that he executed the same for the purpose set forth therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 18 day of APRIL, 1998.

[Signature]
NOTARY PUBLIC, State of Florida at Large

My Commission Expires:



Guillermo Luque
My Commission CC699895
Expires December 2, 2001