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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.
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NAME: SUPER TRAVEL SERVICES GROUP, INC.

AUDIT NUMBER.....H98000008341

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

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TALLAHASSEE FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
 Secretary of State

May 4, 1998

FAS-T CORP. AGENTS, INC.

SUBJECT: SUPER TRAVEL SERVICE CORPORATION
REF: W98000009884

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

The conflict is SUPER TRAVEL SERVICES, INC., document number P96000018026.

If you have any further questions concerning your document, please call (850) 487-6924.

Sharon Tala
 Document Specialist Supervisor

FAX Aud. #: H98000008341
 Letter Number: 498A00024193

ARTICLES OF INCORPORATION

OF

SUPER TRAVEL SERVICES GROUP, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of the corporation is : SUPER TRAVEL SERVICES GROUP, INC.

ARTICLE TWO

The general purposes for which the corporation is organized are :

1. To engage in the business of sales, promotion and distribution of travel packages and individual travel arrangements.
2. To transact any other lawful business, such as import and export, for which corporations may be incorporated under the Florida General Corporations Act or engage in any other trade business which can, in the opinion of the Board of Directors of the corporation be advantageously carried on in connection with or auxiliary to the forgoing business.
3. To do such other as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE THREE

The aggregate number of shares which the corporation is authorized to issue is ONE THOUSAND. Such shares shall be of a single class, and shall have a par value of ONE DOLLAR (\$1.00), per share.

ARTICLE FOUR

The street address of the initial registered office of the corporation is : 32 E 48TH ST
HIALEAH, FL 33013..

Prepared By: Santander B. Ordonez
1840 West 49 Street
Hialeah, Fl. 33012
(305) 558-3931

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ARTICLE FIVE

The principal place of business and mailing address of this corporation shall be : 32 E. 48TH STREET, HIALEAH, FL 33013..

ARTICLE SIX

This corporation shall have not less than three director, initially. The number of directors may be increased or decreased from time to time, by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE SEVEN

The names and post office address of the first Board of Directors and officers of this corporation, who shall hold office for the first year of its existence or until their successors are elected and qualified, are as follows :

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
ROGELIO LAZO	32 E. 48th Street, Hialeah, Fl 33013	President
ARMANDO H. COLL	1361 W 37th St, Hialeah, Fl 33012	V-President
CANDIDA VELEIRO	32 E. 48th Street, Hialeah, Fl 33013	Sec/Treas.

ARTICLE EIGHT

The names and post office of the subscribers to this certificate of incorporation and the number of shares each agrees to take and the value of the consideration paid thereof, are :

<u>NAME AND ADDRESS</u>	<u>SHARES</u>	<u>VALUE</u>
ROGELIO LAZO 32 E. 48th St., Hialeah, Fl	50	\$ 500
ARMANDO H. COLL 1361 W 37th St., Hialeah, Fl	25	250
CANDIDA VELEIRO 32 E. 48th St., Hialeah, Fl	25	250

The proceeds of the stock subscribed for is at least as much as the amount of capital necessary to begin business.

ARTICLE NINE

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

ARTICLE TEN

Any action of the stockholders of this corporation may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the stockholders who would be entitled to vote upon such action at a meeting and filed with the secretary of the corporation as part of the corporate records. Such consent shall have the same force and effect as an unanimous vote fo the stockholders.

ARTICLE ELEVEN

If, at any time any of the stockholders desire to sell and dispose of their stock, said stockholder or stockholders shall firt offer it in writing to the other stockholders, stating price and terms and give said other stockholders thirty (30) days, if no stockholder has purchased the stock, said stockholder shall have the right to sell to whomever will purchase it for the same sums and prices for which it was offered to the stockholders.

IN WITNESS HEREOF, the incorporators have hereto set their respective hands and seals 1st day of May, 1998.



ROGELIO LAZO (SEAL)



ARMANDO H. COLL (SEAL)



CANDIDA VELEIRO (SEAL)

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**CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING REGISTERED AGENT UPON WHOM PROCESS
MAY BE SERVED.**

In pursuance of Section 607.0501, Florida Statutes, the following
is submitted, in compliance with said Act:

FIRST SUPER TRAVEL SERVICES GROUP, INC. desiring to
organize under the laws of the State of Florida with its principal office
as indicated in the Articles of Incorporation at the city of
County of Dade, State of Florida, has named ROGELIO LAZO
32 E. 48th Street, Hialeah, Fl 33013 it's REGISTERED AGENT to
accept services of process within this states.

ACKNOWLEDGMENTS:

Having been named to accept services of process for the above
stated corporation, at place designated in this capacity, and agree to
comply with the provision of said Act relative to keeping open said
office.



ROGELIO LAZO

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