

Charter Number Only

PA8000044538

VALIDATION ONLY

Requestor's Name
Rolando Leiva CPA
Address
7400 SW 50 Terrace
Miami, FL 33155
City State ZIP Phone

663-1511

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-05/06/98--01048--009
*****70.00 *****70.00

CORPORATION(S) NAME

Beceptour USA, INC.

FILED
98 MAY 18 PM 12:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Empire Toll Free: 1-800-432-3028

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input type="checkbox"/> Pick Up |
| <input type="checkbox"/> After 4:30 | <input type="checkbox"/> Mail Out | |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CR2E031 (R8-85)

W98-10211
K. Rolfe MAY 06 1998

RECEIVED
98 MAY -6 AM 10:15
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 6, 1998

EMPIRE

MIAMI, FL

SUBJECT: RECEPTOUR, INC.
Ref. Number: W98000010211

We have received your document for RECEPTOUR, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

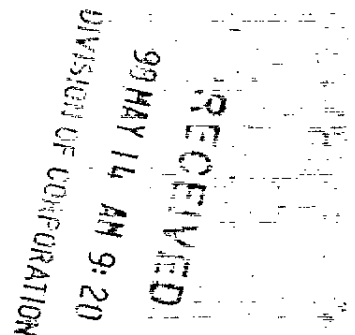
The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 798A00024911





FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED
MAY 10 AM 9:58
DIVISION OF CORPORATION

May 14, 1998

EMPIRE

TALLHASSEE, FL

SUBJECT: RECEPTOURS, INC.
Ref. Number: W98000010211

We have received your document for RECEPTOURS, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 298A00026850

ARTICLES OF INCORPORATION
OF
RECEPTOUR USA, INC.

FILED
98 MAY 18 PM 12:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of RECEPTOUR USA, INC. under the Florida General Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:
RECEPTOUR USA, INC.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation is formed for the purpose of engaging in the business of TRAVEL SERVICES and in all businesses incidental thereto, and may also engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 7,500 shares of common stock having a par value of \$ 1.00 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgement of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is: 848 RAYMOND STREET
MIAMI BEACH, FL 33141

and the name of the corporation's initial registered agent at that address is: LUIS FEIJOO

ARTICLE V.a. PHYSICAL LOCATION OF BUSINESS

848 RAYMOND STREET
MIAMI BEACH, FL 33141

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be changed from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial directors are:

<u>Name</u>	<u>Title</u>
LUIS FEIJOO 848 RAYMOND STREET MIAMI BEACH, FL 33141	PRESIDENT
JOSE ALBERTO CORRAL 848 RAYMOND STREET MIAMI BEACH, FL 33141	SECRETARY
MARIO CABO 848 RAYMOND STREET MIAMI BEACH, FL 33141	DIRECTOR

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

Name
LUIS FEIJOO
848 RAYMOND STREET
MIAMI BEACH, FL 33141

ARTICLE VIII BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaws is not subject to amendment or repeal by the directors.

ARTICLE IX SEC. 1244 STOCK

It is the intention and purpose of the subscribers of these Articles of Incorporation that the stock of this corporation be qualified and subscribed to and sold all in accordance with the provisions of Section 1244 of the Internal Revenue Code, and it is contemplated that the stockholders and officers of this corporation shall adopt such resolutions as are appropriate in order to effectuate the treating of the stock of this corporation under Section 1244 of the Internal Revenue Code.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1ST day of May,

1998.




LUIS FEIJOO, PRES.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

RECEPTOUR USA, INC.
Having been named as registered agent for in
the foregoing Articles of Incorporation, I, hereby agree to
accept service of process for said corporation and to comply with
any and all statutes relative to the complete and proper
performance of the duties of registered agent.

a Florida Corporation



LUIS FEIJOO
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA