



THE UNITED STATES
CORPORATION
COMPANY

P98000052987

ACCOUNT NO. : 072100000032

REFERENCE : 854346 166402A

AUTHORIZATION :

Patricia Piguit

COST LIMIT : \$ 70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 12 PM 3:03

ORDER DATE : June 12, 1998

ORDER TIME : 11:49 AM

ORDER NO. : 854346-005

CUSTOMER NO: 166402A

CUSTOMER: Mr. Dennis P. Veccia
INTERNATIONAL BUSINESS
ADVANTAGE, INC.
Suite 150
120 University Park Drive
Winter Park, FL 32792

300002558833--3

DOMESTIC FILING

NAME: WORLDWIDE AFFINITY MARKETING
OF ORLANDO, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

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DIVISION OF CORPORATION

2/2-9

**ARTICLES OF INCORPORATION
OF
WORLDWIDE AFFINITY MARKETING OF
ORLANDO, INC.**

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

ARTICLE I NAME

The name of the corporation shall be:

Worldwide Affinity Marketing of Orlando, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Physical location

120 University Park Drive, # 150
Winter Park, FL. 32792

Mailing address

Same

ARTICLE III NATURE OF BUSINESS

This corporation may engage or transact business as a general travel agency, tour conductor or operator, membership plan package travel operator and conduct a telecommunications business or engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV SHARES

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

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ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Dennis P. Veccia
Suite 150
120 University Park Drive, # 150
Winter Park, FL. 32792

ARTICLE VI INCORPORATOR

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

Dennis P. Veccia
Suite 150
120 University Park Drive, # 150
Winter Park, FL. 32792

The undersigned incorporator has executed these Articles of Incorporation this
28 day of May, 1998.

A handwritten signature in black ink, appearing to read "Dennis P. Veccia", is written over a horizontal line.

Signature

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DIVISION OF CORPORATIONS
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Articles of incorporation filing fee - \$35
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

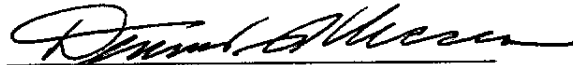
*Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation ,
organized under the laws of the state of Florida, submits the following statement in designating
the registered office/registered agent, in the state of Florida.*

1. The name of the corporation is:
Worldwide Affinity Marketing of Orlando, Inc.
2. The name and address of the registered agent and office is:

Dennis P. Veccia
Suite 150
120 University Park Drive, # 150
Winter Park, FL. 32792

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.

Signature



Date

6/11/98