CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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*****70.00 *****70.00 Act of Inc. File photo LTD Partnership File______ Foreign Corp. File______ L.C. File____ Fictitious Name File_____ Trade/Service Mark____ Meiger File___ Art, of Amend. File______ RA Resignation____ Dissolution / Withdrawal_____ Annual Report / Reinstatement____ Cert. Copy_ Photo Copy_ Certificate of Good Standing 5 Certificate of Status_ Certificate of Fictitious Name __ Corp Record Scatch Officer Search Fictitious Search_ Fictitious Owner Search_____ Signature Vehicle Search_ Driving Record___ UCC For 3 File Requested by: UCC II Search___ Name UCC II Retrieval Will Pick Up _ Confer_ Walk-In ____

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HON OF CORPORATIONS

ARTICLES OF INCORPORATION

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OF

ENHANCED TRAVEL SOFTWARE, INC.

I. CORPORATE NAME

The name of this corporation is:

ENHANCED TRAVEL SOFTWARE, INC.

II. PRINCIPAL OFFICE OR MAILING ADDRESS

The principal place of business and the mailing address of this corporation are:

947 Ridgewood Terrace Tarpon Springs, FL 34689

III. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

IV. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 7,500 shares of common stock.

V. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon filing of these articles.

VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The name and address of the initial Registered Agent of this Corporation are:

MICHAEL J. ZUMDIECK

947 Ridgewood Terrace Tarpon Springs, FL 34689

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

VII. BOARD OF DIRECTORS.

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

VIII. INITIAL DIRECTORS.

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

F #1.

MICHAEL J. ZUMDIECK 947 Ridgewood Terrace Tarpon Springs, FL 34689

The person named as initial director shall hold office for the first year of existence of this Corporation or until successor is elected or appointed and has qualified, whichever occurs first.

TX. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

MICHAEL J. ZUMDIECK 947 Ridgewood Terrace Tarpon Springs, FL 34689

X. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled

to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this _____ day of August, 1998.

MICHAEL J. ZUMDIECK Incorporator

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing Articles of Incorporation was acknowledged before me this day of August, 1998, by Michael J. Zumdieck, who is personally known to me or who has preduced as identification.

DALLAS JEAN Y PEELER
Notary Public, State of Adrida
My Comm. Expires June 28, 1999
No. CC 477050
Bonded That Official Nature Service
1-(800) 723-0121

NOTARY PUBLIC:

print: O. Las Joan Weelt State of Florida at Large (Seal)

My commission expires:

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CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That ENHANCED TRAVEL SOFTWARE, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 947 Ridgewood Terrace, Pinellas County, Florida, has named MICHAEL J. ZUMDIECK, located at 947 Ridgewood Terrace, Tarpon Springs, FL 34689, which is situate in Pinellas County, Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as registered agent and designated to accept service of process for the above Corporation, 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.

Date: 8 = 6 - 90

MICHAEL J. ZUMDIECK Registered Agent