

P980000098365

CAPITAL CONNECTION, INC.

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

San Francisco Travel Agency, Inc.

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*****78.75 *****78.75

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DIVISION OF CORPORATION

- Art of Inc. File Cert
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

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Signature

Requested by:

CO 11-28-98 11:00
Name Date Time

Walk-In _____ Will Pick Up _____

R Purinton NOV 23 1998

ARTICLES OF INCORPORATION

OF

SAN FRANCISCO TRAVEL AGENCY, INC

The undersigned, acting as Incorporator(s) of a corporation under the Florida General Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

1. **NAME:** The name of the corporation is:

San Francisco Travel Agency, Inc.

2. **ADDRESS OF PRINCIPAL OFFICE:**

1384 E. Vine Street
Mill tree Mall
Kissimmee FL 34744-3627

3. **MAILING ADDRESS:** same

4. **CAPITAL STOCK:** The corporation is authorized to issue the following number of shares of the following classes at the following *par values*:

<u>Number of shares</u>	<u>Class of Stock</u>	<u>Par Value</u>
120	common	\$1.00

5. **INITIAL REGISTERED OFFICE AND AGENT:** The street address of the initial registered office, principal place of business and mailing office of this corporation is as follows:

Lucio Corcuera
122 White Birch Drive
Kissimmee FL 34743

The name of the initial registered agent at that address is Lucio Corcuera

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6. INITIAL BOARD OF DIRECTORS: This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one.

a. Name(s) and address(es) of the initial director(s) are:

1. Herman Ospino /President

2. Julio Benvenuto/Vice President

3. Lucio Corcuera/Treasurer and Secretary

7. INCORPORATOR(S): The name(s) and address(es) of the Incorporator(s) signing these Articles of Incorporation are:

Lucio Corcuera

Herman Ospino

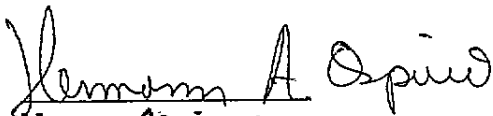
8. BYLAW AMENDMENT(S): The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and the Shareholders.

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

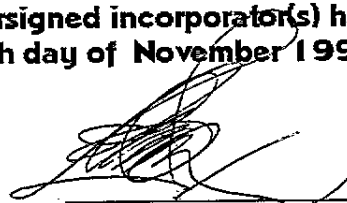
10. INFORMAL ACTION OF DIRECTORS: If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

11. AMENDMENT OF ARTICLES: 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.

IN WITNESS WHEREOF, the undersigned incorporator(s) has/have executed these Articles of Incorporation this 6th day of November 1998.

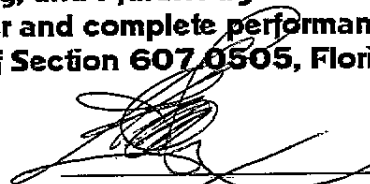


Herman Espino
Incorporator



Lucio Corcuera
Incorporator

Having been named as registered agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes, 1990.

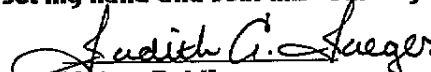


Lucio Corcuera
Registered Agent

STATE OF FLORIDA
ORANGE COUNTY

BEFORE ME, the undersigned authority, this day personally appeared to me known to be the person(s) who executed the foregoing Articles of Incorporation, and he/they acknowledge to and before me that he/they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6th day of November, 1998.



Judith A. Jaeger
Notary Public
State of Florida

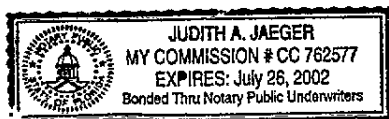
My commission expires:

Resident Alien card

24062331

" " "

037130244



**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

of

San Francisco Travel agency, Inc.

Pursuant to the provisions of section 607.501, 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:

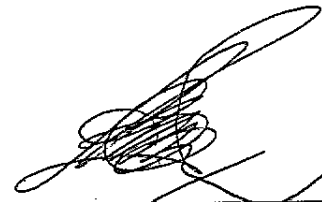
1. The name of the corporation is:

San Francisco Travel Agency, Inc.

2. The name and address of the registered agent and office is:

Lucio Corcuera

11-09-98
Date



Registered Agent

Lucio Corcuera

Printed name

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HAVING BEEN named as the 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.

11-09-98
Date

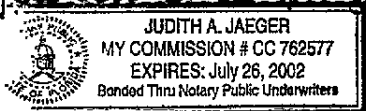


Registered Agent

Lucio Corcuera

Printed name

Judith A. Jaeger



Alien Registration: 24062331