

P9800098819

October, 20, 1998

TO: Florida Division of Corporations
Florida Department of State

FROM: Jose D. Laverde, CPA
Registered Agent
Rodriguez Fontenla & Ingianna Travel Corp.

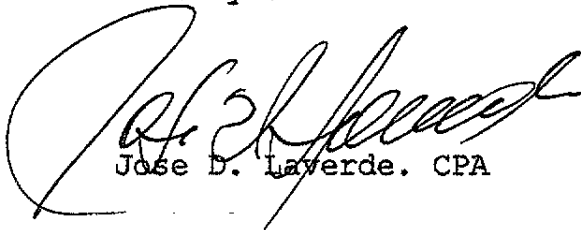
RE: FILING ARTICLES OF INCORPORATION FOR
Rodriguez Fontenla & Ingianna Travel Corp.

We are requesting you to please file the attached Articles of Incorporation for Rodriguez Fontenla & Ingianna Travel Corp., as well as the Certificate of Designation.

If additional information is required, please contact me at

3347 NE 32nd street
Fort Lauderdale, FL 33308
Phone: (954) 563 7916
Fax: (954) 563-4725

Thank you



Jose D. Laverde, CPA

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ARTICLES OF INCORPORATION

We, the undersigned, as proper persons acting as incorporators of a corporation under the laws of the State of Florida, adopt the following articles of incorporation:

FIRST

The name of the corporation is: Rodriguez Fontenla & Ingianna Travel Corp.

SECOND

The period of its duration is: Unlimited

THIRD

The purpose of the corporation is: Engage on all lawful business including tourism, travel, transportation and excursions at national and international levels.

FOURTH

The aggregate number of authorized shares is: one hundred

FIFTH

The corporation will not commence business until at least \$20,000 dollars have been received by it as consideration for the issuance of shares.

SIXTH

Cumulative voting of shares of stock is authorized.

SEVENTH

Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation are: None

EIGHTH

Provisions for regulating the internal affairs of the corporation are: None

NINTH

The address of the initial registered office of the corporation is: 3347 NE 32nd Street, FT Lauderdale, FL 33308 and the name of its initial registered agent at such address is: Jose D. Laverde, CPA, MBA.

TENTH

Address of the principal place of business is:
7507 NW 55th Street Miami, FL 33166

ELEVENTH

The number of directors constituting the initial board of directors of the corporation is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

- ① Gustavo Alfredo Rodriguez Fontenla, Chairman: 4040 Galt Ocean Dr., Suite 1000 Fort Lauderdale, FL 33308.
- Ana de La Colina: 4040 Galt Ocean Dr. Suite 1000 Fort Lauderdale, FL 33308.
- ② Daniel Osvaldo Ingianna: 4040 Galt Ocean Dr. Blvd Suite 1002 Fort Lauderdale, FL 33308.

TWELFTH

The name, ownership and address of each incorporator is:

Gustavo Alfredo Rodriguez Fontenla: owner of 51 common stock shares, living at 4040 Galt Ocean Dr., Suite 1000 Fort Lauderdale, FL 33308.

Ana de La Colina: owner of 24 common stock shares living at 4040 Galt Ocean Dr. Suite 1000 Fort Lauderdale, FL 33308.

Daniel Osvaldo Ingianna: owner of 25 common stock shares living at 4040 Galt Ocean Dr. Blvd Suite 1002 Fort Lauderdale, FL 33308.

THIRTEENTH


The corporation has named the following officers:

President: Gustavo Alfredo Rodriguez Fontenla

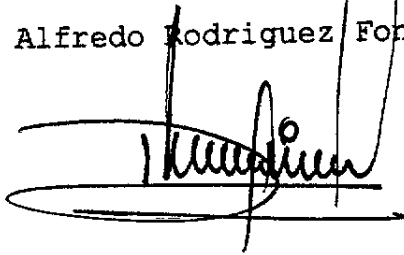
Vice-president: Daniel Osvaldo Ingianna

Treasurer: Ana de La Colina


The undersigned incorporators have executed these Articles of Incorporation this 16th day of October, 1998.



Gustavo Alfredo Rodriguez Fontenla, President



Daniel Osvaldo Ingianna, Vice-president



Ana de La Colina, Treasurer


CERTIFICATE OF DESIGNATION

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.

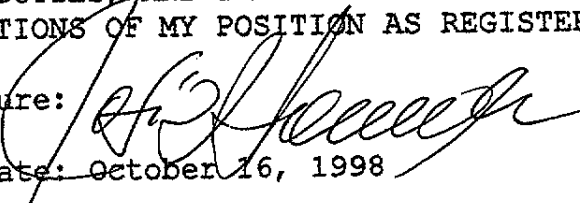
1. The name of the corporation is Rodriguez Fontenla & Ingianna Travel Corp.
2. The name and address of the Registered Agent and office is:

Jose D. Laverde, CPA
3347 NE 32nd Street
Fort Lauderdale, FL 33308

Signature:  President

Date: October 16, 1998

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: October 16, 1998