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Florida Department of State

Division of Corporations

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EFFECTIVE DATE

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : RICARDO MARTINEZ-CID, P.A.

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FLORIDA PROFIT CORPORATION OR P.A.

TRAVELGATE CO.

Certificate of Status	0
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ARTICLES OF INCORPORATION
TRAVELGATE CO.

EFFECTIVE DATE

5-24-99

Article I - Name

The name of this corporation is TRAVELGATE CO.

Article II - Purpose

This corporation is organized to provide quality travel accommodations and services, and for all other lawful businesses.

Article III- Capital Stock

This corporation is authorized to issue Ten Thousand (10,000) shares of One and No/100 (\$1.00) Dollar par value common stock.

Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V - Initial Principal, Registered Office and Agent

The initial principal address of this corporation is Gilberto Grisales of 14321 SW 31 Street, Miami, Florida 33175. The name of the initial Registered Agent of this corporation is Gilberto Grisales of 14321 SW 31 Street, Miami, Florida 33175.

Article VI - Initial Board of Directors and Officers

This corporation shall have three (3) directors initially. The number of directors may either increase or diminish from time to time by the by-laws, but shall never be less than one (1). The initial three (3) directors of this corporation are Gilberto Grisales, of 14321 SW 31 Street, Miami, Florida 33175, who shall also serve as the initial president, Olga Grisales, also of 14321 SW 31 Street, Miami, Florida 33175, who shall also serve as one (8)

Prepared by: Ricardo Martinez-Cid
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of two (2) vice-presidents and the original treasurer/secretary of the corporation, and Oscar Grisales, who shall also serve as one (1) of two (2) vice-presidents and the original treasurer/secretary of the corporation.

Article VII - Incorporator

The name and address of the person signing these Articles is Olga Grisales of 14321 SW 31 Street, Miami, Florida 33175.

Article VIII - Beginning of Corporate Existence

This corporation shall begin its corporate existence five (5) days before these articles are filed with the State of Florida, Secretary of State.

Article IX - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned incorporated has executed these Articles of Incorporated, this May 28, 1999.



Olga Grisales

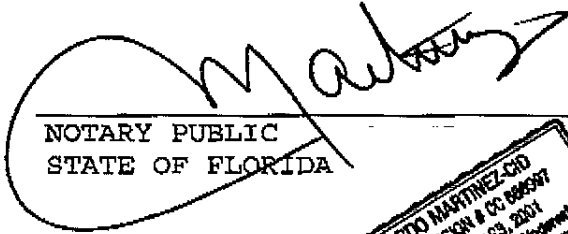
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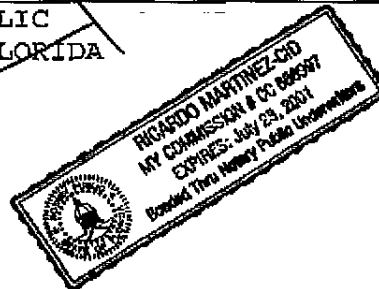
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STATE OF FLORIDA)
) S.S.
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned Notary Public, personally appeared Olga Grisales, who provided her Florida Driver's license as identification, and he acknowledged before me that he executed the foregoing articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Miami-Dade County, Florida, this May 28, 1999.


NOTARY PUBLIC
STATE OF FLORIDA



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CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

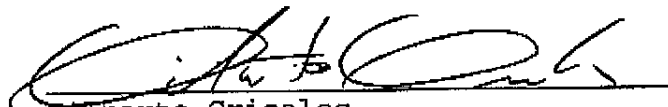
That TRAVELGATE CO., desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Miami-Dade, has named Gilberto Grisales, located at 14321 SW 31 Street, Miami, Florida 33175, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors of

TRAVELGATE CO.

to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes this May 28, 1999.


Gilberto Grisales
Registered Agent

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