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Date: 8/18/99

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***122.50 ***78.75

Division of Corporations
Po Box 6327
Tallahassee, FL 32314

Re: Name of Corporation:
MARATHON TRAVEL & TOURS INC.

Dear Sir/Madam

Enclosed please find \$122.50 for the filing fees for the above corporation.

Please return one certified copy.

Sincerely,

Davila And Torres
Attorney at Law

LD/rd
enclosure check no:

99 AUG 23 PM 12: 58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF INCORPORATION
OF
MARATHON TRAVEL & TOURS INC.**

The undersigned hereby forms a corporation for profit under Chapter 607 of the laws of the State of Florida.

ARTICLE 1. NAME

The name of the Corporation shall be: **MARATHON TRAVEL & TOURS INC.**

The address of the principal office of this corporation shall be 604 E. Vine St., "Country Square" Kissimmee, FL 34744 the mailing address of the corporation shall be 604 E. Vine St., Kissimmee, FL 34744.

ARTICLE II. NATURE OF BUSINESS

This corporation may 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, county, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is 200 shares at no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of this corporation shall be 604 E. Vine St., Kissimmee, FL 34744., and the name of the initial registered agent of the corporation at the address is ISABEL BAEZ CRESPO.

ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

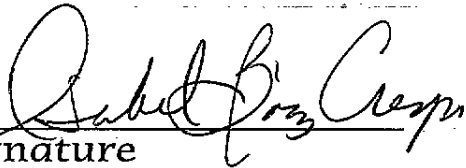
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the States of Florida, submits the followings statement in designation the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:
MARATHON TRAVEL & TOURS INC.

2. The name and address of the registered agent and office is:
ISABEL BAEZ CRESPO President
1518 BETHANN CT.,
KISSIMMEE, FL 34744.

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 MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITIONS AS REGISTERED AGENT.


Signature

8-17-99
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA