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To:
Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

SPAIN FOR YOU TOURS, CORP.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 1, 1999

FAS-T CORP

SUBJECT: SPAIN FOR YOU TOURS, CORP.
 REF: W99000020291

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
 Document Specialist

FAX Aud. #: H99000021932
 Letter Number: 999A00043545

ARTICLES OF INCORPORATION

OF

SPAIN FOR YOU TOURS, CORP.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the information, rights, privileges, duties and obligations of a corporation for profit.

ARTICLE I

The name of the corporation shall be:

SPAIN FOR YOU TOURS, CORP.

The permanent and mailing address of the corporation shall be:

**6780 Coral Way
Miami, Florida 33155**

ARTICLE II

NATURE OF CORPORATE BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida and shall have perpetual existence.

ARTICLE III

CAPITAL STOCK

This Corporation is authorized to issue a maximum of ONE HUNDRED (100) Shares of stock. The shares of stock authorized shall be common stock having a par value of ONE (\$1.00) DOLLAR per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

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ARTICLE IV

INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Milagros Rosa Vega
6780 Coral Way
Miami, Florida 33155

ARTICLE V

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by by-laws adopted by the Stockholders. However, the Corporation shall have no less than ONE (1) director at any time.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The names and post office address of the initial members of the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Milagros Rosa Vega	5930 NW 7 th Street Miami, Fl. 33155

The members of the first Board of Directors shall hold office until the first annual meeting of Stockholders of the Corporation.

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Milagros Rosa Vega

6780 Coral Way

Miami, Florida 33155

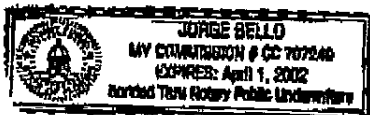
The undersigned Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

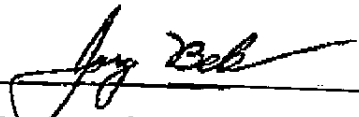

Milagros Rosa Vega

STATE OF FLORIDA]

COUNTY OF DADE] SS.:

The foregoing instrument was executed by Milagros Rosa Vega under oath, who is personally known to me and acknowledge by me this 18th day of August, 1997.




Jorge Bello, Notary Public

My Commission Expires:

**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.

The name of the corporation is:

SPAIN FOR YOU TOURS, CORP.

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

Milagros Rosa Vega

6780 Coral Way

Miami, Florida 33155

Signature: _____

Title: **Incorporator**

Date: Aug 14, 1999

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: _____

Title: **Registered Agent**

Date: Aug 14, 1999

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