

**F05000002574**

Florida Department of State  
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DIVISION OF CORPORATION

**FOREIGN PROFIT QUALIFICATION**

Saga Holidays (USA) Inc.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

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05 APR 28 PM 3:00

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.**

1. SAGA HOLIDAYS (USA) INC.  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "LLC," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 47-0953099  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 10, 2005 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.134, F.S.)

7. The Saga Building, Enbrook Park, Folkestone, Kent, CT20 3SE, England  
(Principal office address)

same as above  
(Current mailing address)

8. To engage in any lawful act or activity for which a corporation may be organized under Delaware law, as permitted by Florida law.  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation Florida 33324  
(City) (Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

By Christine M. Eastwite  
(Registered agent's signature)

Christine M. Eastwite  
Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

05 APR 28 PM 3:00

**A. DIRECTORS**

Chairman: Not designated

Address: \_\_\_\_\_

Vice Chairman: (VC not designated) Director: Stuart Michael Howard

Address: Clonmore, Seal Hollow Road, Sevenoaks TN13 3SE, England

Director: John Michael Parker

Address: 9 Chiltern Way, Tonbridge TN9 1NQ, England

Director: Christopher David Simmonds

Address: Treheathie, Iffin Lane, Canterbury CT4 7EE, England

**B. OFFICERS**

President: Stuart Michael Howard

Address: Clonmore, Seal Hollow Road, Sevenoaks TN13 3SE, England

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: John Michael Parker

Address: 9 Chiltern Way, Tonbridge TN9 1NQ, England

Treasurer: John Michael Parker

Address: 9 Chiltern Way, Tonbridge TN9 1NQ, England

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. \_\_\_\_\_  
(Signature of Director or Officer listed in number 12 of the application)

14. John Parker J. PARKER SECRETARY  
(Typed or printed name and capacity of person signing application)

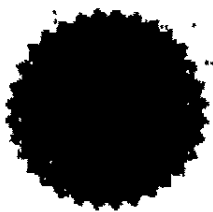
# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SAGA HOLIDAYS (USA) INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SEVENTH DAY OF APRIL, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 3840702

050339714

DATE: 04-27-05