

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
Apr 23 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 160815 (7)
1. Corporation Name
AMERICAN SIGHTSEEING TOURS, INC.

Principal Place of Business 11077 NW 36TH AVE MIAMI FL 33167	Mailing Address LEGAL DEPT ONE RIVERWAY, SUITE 600 HOUSTON TX 77056-1903
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 03/15/1950	
21	Suite, Apt. #, etc.	26	One Riverway	4. FEI Number 59-0611101	Applied For Not Applicable
22	City & State	27	Suite 500	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	HOUSTON TX	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	77056	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent	
CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE FL 32301		81	Name
		82	Street Address (P.O. Box Number is Not Acceptable)
		83	
		84	City
		85	Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PTD	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CICERONE, L R	1.2 NAME	
STREET ADDRESS	11077 NW 36TH AVE	1.3 STREET ADDRESS	
CITY - ST - ZIP	MIAMI FL	1.4 CITY - ST - ZIP	
TITLE	DV	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LEBLANG, DAVID	2.2 NAME	
STREET ADDRESS	11077 NW 36TH AVE	2.3 STREET ADDRESS	
CITY - ST - ZIP	MIAMI FL	2.4 CITY - ST - ZIP	
TITLE	VSD	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CERNY, DOUGLAS M	3.2 NAME	
STREET ADDRESS	ONE RIVERWAY, SUITE 600	3.3 STREET ADDRESS	
CITY - ST - ZIP	HOUSTON TX 77056-1903	3.4 CITY - ST - ZIP	
TITLE	AS	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	TURNER, RAYMOND K	4.2 NAME	
STREET ADDRESS	ONE RIVERWAY, SUITE 600	4.3 STREET ADDRESS	
CITY - ST - ZIP	HOUSTON TX 77056-1903	4.4 CITY - ST - ZIP	
TITLE	AS	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ZELLERS, STEVEN T	5.2 NAME	
STREET ADDRESS	ONE RIVERWAY, SUITE 600	5.3 STREET ADDRESS	
CITY - ST - ZIP	HOUSTON TX 77056-1903	5.4 CITY - ST - ZIP	
TITLE	AS	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BUCHANAN, REBECCA S	6.2 NAME	
STREET ADDRESS	ONE RIVERWAY, SUITE 600	6.3 STREET ADDRESS	
CITY - ST - ZIP	HOUSTON TX 77056	6.4 CITY - ST - ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *Sandra B. Mortham* 4/17/98 7138601733

CR2E034 (10/97)

Directors, Officers Report

American Sightseeing Tours, Inc.

DIRECTORS

Douglas M. Cerny **Director**
Primary Address: Coach USA, Inc.
One Riverway, Suite 500
Houston, TX 77056-1903 USA

Richard H. Kristlnik **Director**
Primary Address: Coach USA, Inc.
One Riverway, Suite 500
Houston, TX 77056-1903 USA

John Mercadante, Jr. **Director**
Primary Address: Coach USA, Inc.
One Riverway, Suite 500
Houston, TX 77056-1903 USA

OFFICERS

Douglas M. Cerny **Vice President and Corporate Secretary**
Primary Address: Coach USA, Inc.
One Riverway, Suite 500
Houston, TX 77056-1903 USA

Louis Cicerone **President**
Primary Address: 11077 Northwest 36th Avenue
Miami, FL 33167 USA

Lawrence King **Chief Financial Officer**
Primary Address: Coach USA, Inc.
One Riverway, Suite 500
Houston, TX 77056 USA

Richard H. Kristlnik **Chief Executive Officer**
Primary Address: Coach USA, Inc.
One Riverway, Suite 500
Houston, TX 77056-1903 USA

David Leblang **Executive Vice President**
Primary Address: 11077 N.W. 36th Avenue
Miami, FL 33167 USA

American Sightseeing Tours, Inc.

Stephanie Thomas **Assistant Corporate Secretary**

Primary Address: Coach USA, Inc.
One Riverway, Suite 500
Houston, TX 77056-1903 USA

Raymond Turner **Treasurer and Assistant Corporate Secretary**

Primary Address: Coach USA, Inc.
One Riverway, Suite 500
Houston, TX 77056-1903 USA

Steve Zellers **Assistant Corporate Secretary**

Primary Address: Coach USA, Inc.
One Riverway, Suite 500
Houston, TX 77056-1903 USA