

B01000000004H
TRAVEL TECH

December 21, 2000

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

300003539953--7
-01/11/01--01111--001
*****96.25 *****96.25

Ladies and Gentlemen:

Enclosed are the following documents to register an out-of-state limited partnership transact business in Florida:

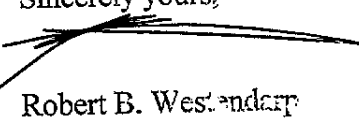
- Application (in duplicate) for Registration as a Foreign Limited Partnership
- Affidavit (in duplicate) of Capital Contribution for a Foreign Limited Partnership
- Our check in the amount of \$96.25 for:
 - o Filing fee - \$ 52.50
 - o Registered agent designation fee - \$ 35.00
 - o Certificate under seal fee - \$ 8.75

Please send the certificate to:

Robert B. Westendorp
Travel Tech, Ltd.
3646 Greenbriar
Houston, Texas 77098
(713) 522-8227

If you are able to Federal Express the certificate, please do so and use our Fedex account number 1037411483.

Sincerely yours,


Robert B. Westendorp

Handwritten: B01-46
Handwritten: [Signature]

3646 GREENBRIAR DRIVE
HOUSTON, TEXAS 77098
(713) 522-8227
FAX (713) 522-5924
(800) 880-9034



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 12, 2001

ROBERT WESTENDARP
3646 GREENBRIAR
HOUSTON, TX 77098

SUBJECT: TRAVEL TECH, LTD.
Ref. Number: W01000000979

We have received your document for TRAVEL TECH, LTD. and your check totaling \$96.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 601A00001932

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 FEB - 8 AM 11:34

FILED

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. TRAVEL TECH, LTD.

(Name of limited partnership as it is in the home state)

2. TRAVEL TECH, LTD. INSTONE INTERNATIONAL AMERICAS, LTD.
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. TEXAS

(State of Formation)

4. DECEMBER 31, 1999

(Date of Formation)

5. SHAWN O'BRIEN

(Name of Registered Agent for Service of Process)

6. 701 SW 27TH ST., SUITE 950

(Street Address of Registered Office)

MIAMI

(City)

Florida

33135

(Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

X DSB

(Agent must sign on this line)

8. 3646 GREENBRIAR

HOUSTON, TEXAS 77098

(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

TRAVEL TECH MANAGEMENT, L.L.C. 3646 GREENBRIAR

MOI-83

HOUSTON, TX 77098

REGISTERED OFFICE IN TEXAS:

10. 3646 GREENBRIAR, HOUSTON, TX 77098

(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

FILED
01 FEB -8 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ATTN: ROBERT WESTENDARP

12. 3646 GREENBRIAR

HOUSTON, TEXAS 77098

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 21ST day of DECEMBER, 19 2000.

[Signature]
General Partner

STATE OF TEXAS

COUNTY OF HARRIS

On this 21 day of December, 19 2000

ROBERT B. WESTENDARP

personally appeared before

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 FEB - 8 AM 11:34

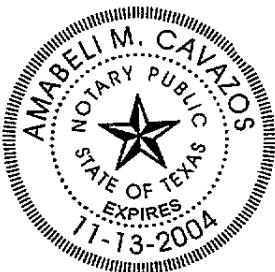
FILED

[Signature]
(Notary Public Signature)

AMABELI M. CAVAZOS
(Notary's Printed Name)

Seal

My Commission Expires: 11/13/04



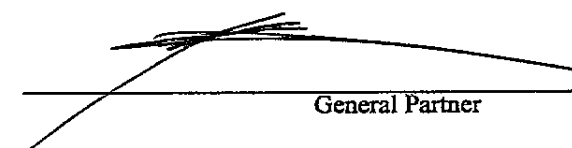
AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared ROBERT B. WESTENDARP, ^{MANAGER OF}
a general partner of TRAVEL TECH, LTD., a (an) TEXAS ^{TRAVEL TECH}
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows: ^{MANAGEMENT,}
^{L.L.C.}

1. The amount of capital contributions of the limited partners is \$ 1,980.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 990.

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 21ST day of DECEMBER, 19 2000.



General Partner

FILED
01 FEB - 8 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF TEXAS

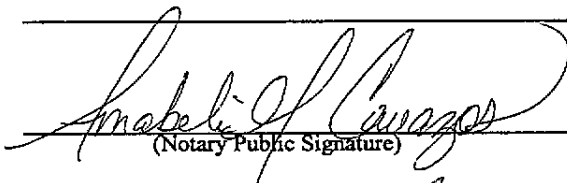
COUNTY OF HARRIS

On this 21 day of December, 19 2000,

ROBERT B WESTENDARP, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____



(Notary Public Signature)

AMABEL M CAVAZOS

(Notary's Printed Name)

My Commission Expires: 11-13-04

