

FO00000000977

To: Registration Section
Division of Corporations

SUBJECT: CRUISES LIMITED, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

LOUIS CABRERA

(Name of Person)

CRUISES LIMITED, INC.

(Firm/Company)

5818 BENT CREEK TRAIL

(Address)

DALLAS, TEXAS 75252-2338

(City/State/Zip)

100003129491--0
-02/09/00--01058--007
*****70.00 *****70.00

FILED
00 FEB 22 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Should you need to call someone concerning this matter, please call:

LOUIS CABRERA
(Name of Person)

at (972) 733-1905
(Area Code & Daytime Telephone Number)

STREET ADDRESS:

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

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☒ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

FOO-977

Name	LOUIS CABRERA
Availability	2-23
Comments	
Signature	
Acknowledgment	
W. P. Vermyer	



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 11, 2000

LOUIS CABRERA
5818 BENT CREEK TRAIL
DALLAS, TX 75252

SUBJECT: CRUISES LIMITED, INC.
Ref. Number: W00000003834

We have received your document for CRUISES LIMITED, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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: 300A0000737

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 FEB 22 AM 10:25

FILED

Cruises Limited, Inc.

5818 Bent Creek Trail · Dallas TX 75252 · Phone (972) 733-1905

February 19, 2000

Florida Department Of State
Division of Corporations
P O Box 6327
Tallahassee, Florida 32314

Attention: Tammi Cline, Document Specialist
Ref. Number: W00000003834

Dear Ms. Cline:

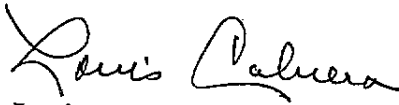
Cruises Limited, Inc. a Texas corporation has been in business since 1987.

The corporation is planning to relocate to the state of Florida and wishes to retain its corporate identity.

We respectfully request the approval to the alternate name of **Cruises Limited USA, Inc.**

Thank you.

Sincerely,



Louis Cabrera

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00 FEB 22 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MINUTES OF SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF
CRUISES LIMITED, INC.

A Texas Corporation

A special meeting of the directors of Cruises Limited, Inc., a Texas corporation, was held February 19, 2000, at 10:00 o'clock A.M. of said day, at 5818 Bent Creek Trail, Dallas, Texas pursuant to a signed waiver of notice and consent to hold a special meeting of the board of directors of Cruises Limited, Inc., a Texas corporation. This waiver of notice has been placed in the minute book.

There were present at said meeting the following directors, being all of the directors of said corporation elected at the annual shareholders' meeting:

Louis Cabrera

Barbara Cabrera

The chair announced that the meeting was duly convened and that the meeting was ready to transact such business as may lawfully come before it. On a motion duly made, seconded and carried, the reading of the minutes of the last meeting of the board of directors was dispensed with.

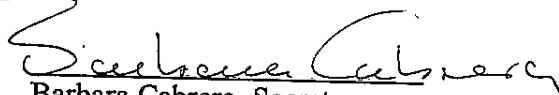
On motion duly made and carried by the affirmative vote of a majority of the shareholders present at the meeting, the following resolution was adopted:

RESOLVED, to adopt the alternate name **Cruises Limited USA, Inc.** for use in the state of Florida.

There being no further business to come before the meeting, upon motion duly made, seconded and passed, the meeting adjourned.


Louis Cabrera, Chair

ATTEST:


Barbara Cabrera, Secretary

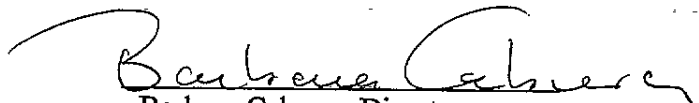
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SECRETARY OF STATE
TAMPA, FLORIDA

WAIVER OF NOTICE AND CONSENT
TO HOLD A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF
CRUISES LIMITED, INC.

A Texas Corporation

The undersigned, being the directors of the above corporation, waive notice of a special meeting of the board of directors of said corporation, to held at 5818 Bent Creek Trail, Dallas, Texas on February 19, 2000 at 10:00 o'clock A.M. The undersigned agree that any business transacted at said meeting shall be valid, as though the meeting had been regularly called and noticed.


Louis Cabrera, Director


Barbara Cabrera, Director

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00 FEB 22 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

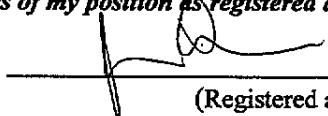
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. CRUISES LIMITED, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. TEXAS 3. 75-2192365
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 08/13/1987 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 817.155, F.S.)
7. a. 5818 BENT CREEK TRAIL, DALLAS, TEXAS 75252-2338
(Principal office address)
- b. 5818 BENT CREEK TRAIL, DALLAS, TEXAS 75252-2338
(Current mailing address)
8. TRAVEL AND CRUISE AGENCY
(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: MARC A. CABRERA
- Office Address: 201 CRANDON BLVD, SUITE 920
KEY BISCAIYNE, Florida 33149
(Zip code)

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00 FEB 22 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.


(Registered agent's signature)

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:

A. DIRECTORS

Chairman: LOUIS CABRERA

Address: 5818 BENT CREEK TRAIL
DALLAS, TEXAS 75252-2338

Vice Chairman:

Address:

Director: LOUIS CABRERA

Address: 5818 BENT CREEK TRAIL
DALLAS, TEXAS 75252-2338

Director: BARBARA CABRERA

Address: 5818 BENT CREEK TRAIL
DALLAS, TEXAS 75252-2338

B. OFFICERS

President: BARBARA CABRERA

Address: 5818 BENT CREEK TRAIL
DALLAS, TEXAS 75252-2338

Vice President:

Address:

Secretary: BARBARA CABRERA

Address: 5818 BENT CREEK TRAIL
DALLAS, TEXAS 75252-2338

Treasurer: LOUIS CABRERA

Address: 5818 BENT CREEK TRAIL
DALLAS, TEXAS 75252-2338

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

13.

Louis Cabrera
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

LOUIS CABRERA

(Typed or printed name and capacity of person signing application)

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00 FEB 22 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



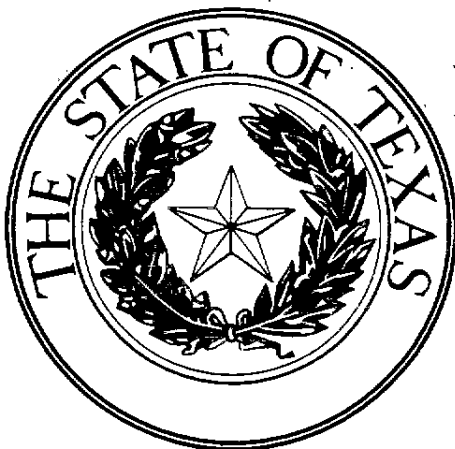
The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that
Articles of Incorporation of

CRUISES LIMITED, INC.
File No. 1057748-00

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on January 19, 2000.*

Elton Bomer
Secretary of State

PH