



BRUCE E.  
SHEMROCK, ESQ.

ATTORNEY AT LAW

**F0000000 1563**

TRANSMITTAL LETTER

Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

200003174522--5  
-03/17/00-01080-001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

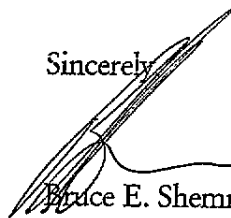
RE: COUNTRYLINK TRAVEL CORPORATION

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.75 filing fee & certificate for the enclosed Application by a Foreign Corporation for Authorization to Transact Business in Florida, and Certificate of Existence from the Canadian authority.

FROM: Bruce E. Shemrock, Esq.  
2701 W. Oakland Park Blvd, Suite 100  
Ft Lauderdale, FL 33311  
PHONE: 954.453.3368

Please use the address below for all correspondence:

Sincerely,

  
Bruce E. Shemrock, Esq.

FILED  
00 MAR 17 PM 2:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**F00-1563**  
**GA 3/22**

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO CONDUCT  
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. COUNTRYLINK TRAVEL CORPORATION  
(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 of a nature person or partnership if not so contained in the name at present.)
2. CANADA 3. N/A  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 8/31/99 5. PERPETUAL  
(Date of incorporation) (Duration: year corp. will cease to exist or "perpetual")
6. March 10, 2000  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502, and 817.55, F.S.)
7. 2701 W. Oakland Park Blvd., Suite 315  
Ft Lauderdale, FL 33311  
(Current mailing address)

8. Name and street address of Florida Registered Agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Bruce E. Shemrock, Esq.

Office Address: 2701 W. Oakland Park Blvd, Suite 100

Ft. Lauderdale, FLORIDA 33311  
(Zip code)

9. 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.*

[Signature]  
(Registered agent's signature)

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

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11. Names and addresses of officers and/or directors (Street address ONLY- PO Box NOT acceptable)

A. DIRECTORS (Street Address only- PO Box NOT acceptable)

Chairman: Larry Michaels

Address: 2701 W. Oakland Park Blvd, Suite 315  
Ft. Lauderdale, FL 33311

Vice Chairman: Richard Lawrence

Address: 599 Yonge St., Suite 340  
Toronto, ON M5W 1N6

Director: Helen De Wilde

Address: 1600 Bloor Street W  
Toronto, ON M6P 1A7

Director: \_\_\_\_\_

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

B. OFFICERS (Street Address only- PO Box NOT acceptable)

President: Larry Michaels

Address: 2701 W. Oakland Park Blvd., Suite 315  
Ft. Lauderdale, FL 33311

Vice President Richard Lawrence

Address: 599 Yonge Street, Suite 340  
Toronto, ON M6P 1A7

Secretary: Helen DeWilde

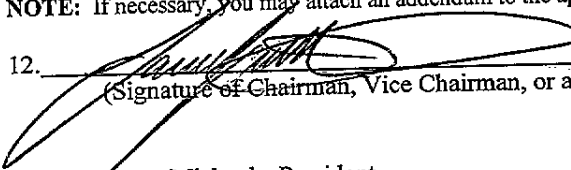
Address: 1600 Bloor Street W.  
Toronto, ON M6P 1A7

Treasurer: Richard Lawrence

Address: 599 Yonge Street, Suite 340  
Toronto, ON M6P 1A7

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

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

13. Larry Michaels, President  
(Typed or printed name and capacity of person signing application)



Industry Canada

Industrie Canada

**CERTIFICATE OF COMPLIANCE  
S.S. 263(2)**

**CERTIFICAT DE CONFORMITÉ  
S.S. 263(2)**

**COUNTRYLINK TRAVEL CORPORATION**

**367157-7**

\_\_\_\_\_  
Name of corporation-Dénomination de la société

\_\_\_\_\_  
Corporation number-Numéro de la société

I HEREBY CERTIFY that the corporation named above is a body corporate incorporated or continued under the *Canada Business Corporations Act* and not discontinued under that Act and that it has not been dissolved and it has sent to the Director the required Annual Returns.

JE CERTIFIE, par les présentes, que la société ci-dessus mentionnée est une personne morale constituée ou prorogée en vertu de la *Loi canadienne sur les sociétés par actions* et n'a pas changé de régime en vertu de cette Loi et qu'elle n'a pas été dissoute et la société a remis au directeur les rapports annuels dont l'envoi est requis.

Deputy Director - Directeur adjoint

February 21, 2000 / le 21 février 2000

Date

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TALLAHASSEE, FLORIDA