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CCRS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: CINDY HICKS

DATE: 11-28-00

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-11/28/00--01047--005
*****78.75 *****78.75

REF. #:

0150-13765

CORP. NAME:

HOTELWORKS. Com, INC

☐ ARTICLES OF INCORPORATION

☐ ARTICLES OF AMENDMENT

☐ ARTICLES OF DISSOLUTION

☐ ANNUAL REPORT

☐ TRADEMARK/SERVICE MARK

☐ FICTITIOUS NAME

☒ FOREIGN QUALIFICATION

☐ LIMITED PARTNERSHIP

☐ LIMITED LIABILITY

☐ REINSTATEMENT

☐ MERGER

☐ WITHDRAWAL

☐ CERTIFICATE OF CANCELLATION

☐ UCC-1

☐ UCC-3

☐ OTHER:

4

STATE FEES PREPAID WITH CHECK# 9471 FOR \$ 78

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

PLEASE RETURN:

☒ CERTIFIED COPY

☐ CERTIFICATE OF GOOD STANDING

☐ PLAIN STAMPED COPY

☐ CERTIFICATE OF STATUS

Examiner's Initials

BK 11/28

FILED
RECEIVED
NOV 28 AM 11:02
00 NOV 28 AM 10:14
STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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

In compliance with §607.1503, FLORIDA STATUTES, the following is submitted to Register a FOREIGN CORPORATION TO TRANSACT BUSINESS in the State of Florida:

1. **HOTELWORKS.COM INC.**

(Name of Corporation adding the word "INCORPORATED", "COMPANY" OR "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. **NEW YORK**

(State or Country under the law of which is incorporated)

3. **11-3096379**

(F.E.I Number, if applicable)

4. **OCTOBER 10, 1991**

(Date of Incorporation)

5. **PERPETUAL**

(Duration: Year corporation will cease to exist or "Perpetual")

6. **UPON FILING**

(Date first transacted business in Florida. (See §607.1501, 607.1502, and §817.155 F.S.)

7. **201 ALHAMBRA CIRCLE, CORAL GABLES, FLORIDA 33134**

(Current Mailing Address; please include city, state & zip code)

8. **ANY LAWFUL BUSINESS**

(Purpose(s) of corporation authorized in home State or Country to be carried out in the State of Florida.)

9. **NAME AND STREET ADDRESS OF FLORIDA REGISTERED AGENT:**

Name: **JOHN F. WILKENS**

Office Address: **201 ALHAMBRA CIRCLE**

CORAL GABLES, **FLORIDA** **33134**

(Zip Code)

10. **REGISTERED AGENT'S ACCEPTANCE:** Having been named as the 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

Date: October 30, 2000

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

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NOV 28 AM 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. NAME OF DIRECTORS and/or OFFICERS:**A. DIRECTORS:**Director: LEONARD PARKERAddress: 201 ALHAMBRA CIRCLE, CORAL GABLES, FLORIDA 33134Director: DOUGLAS PARKERAddress: 201 ALHAMBRA CIRCLE, CORAL GABLES, FLORIDA 33134Director: LOUIS ADLERAddress: 201 ALHAMBRA CIRCLE, CORAL GABLES, FLORIDA 33134Director: GEORGE ASCHAddress: 201 ALHAMBRA CIRCLE, CORAL GABLES, FLORIDA 33134Director: RICHARD BARTLETTAddress: 201 ALHAMBRA CIRCLE, CORAL GABLES, FLORIDA 33134FILED
NOV 28 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**B. OFFICERS:**President: DOUGLAS PARKERAddress: 201 ALHAMBRA CIRCLE, CORAL GABLES, FLORIDA 33134

Vice President/

Treasurer: JOHN WILKENSAddress: 201 ALHAMBRA CIRCLE, CORAL GABLES, FLORIDA 33134Secretary: LEONARD PARKERAddress: 201 ALHAMBRA CIRCLE, CORAL GABLES, FLORIDA 33134

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

13. Douglas Parker Date: October 30, 2000.
(Signature of Chairman, Vice Chairman, or any Officer listed in #12)14. Douglas Parker - Pres. & CEO
(Print or type Name and Title of person signing this application)

State of New York } ss: Department of State

I hereby certify, that the Certificate of Incorporation of HOTELWORKS.COM INC. was filed on 10/10/1991, under the name of LIGHT SAVERS U.S.A., INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment LIGHT SAVERS U.S.A., INC., changing its name to HOSPITALITY WORLDWIDE SERVICES, INC., was filed 10/08/1996.

A Certificate of Amendment HOSPITALITY WORLDWIDE SERVICES, INC., changing its name to HOTELWORKS.COM INC., was filed 12/23/1999.



Witness my hand and the official seal
of the Department of State at the City
of Albany, this 26th day of October
two thousand.

Special Deputy Secretary of State

FILED
00 NOV 28 AM 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA