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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:
Division of Corporations
Fax Number : (850) 922-4003

From:
Account Name : JAM MARK LIMITED
Account Number : I20000000112
Phone : (305) 789-7758
Fax Number : (305) 789-7799

AL

FOREIGN PROFIT QUALIFICATION

SPANISH HERITAGE TOURS, INC.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

RECEIVED
01 JAN 11 PM 11:45
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. Spanish Heritage Tours, 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. New York 3. 11-2433986
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 11-3-77 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon filing
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 80 S.W. 8th Street, Suite 2601

Miami, Florida 33130

(Current mailing address)

8. Tour operator
(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: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Intrastate Registered Agent Corporation

Office Address: 701 Brickell Avenue, Suite 3000

Miami

, Florida, 33131

(Zip Code)

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.

Intrastate Registered Agent Corporation

By: [Signature]

(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.

01 JAN 12 PM 5:00

SECRETARY OF STATE
DIVISION OF CORPORATIONS

12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O. Box **NOT** acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box **NOT** acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 

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

14. Barry S. Kaplan, Executive Vice President

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN 12 PM 5:00

FROM

(FBI) 1.12' 01 10:49/ST. 10:47/NO. 4261574011 P 4

RIDER
OFFICERS/DIRECTORS
OF
SPANISH HERITAGE TOURS, INC.

President and Chairman:

Phil Bakes
80 S.W. 8th Street
Suite 2601
Miami, Florida 33130

Executive Vice President,
Assistant Secretary and
Director:

Barry S. Kaplan
80 S.W. 8th Street
Suite 2601
Miami, Florida 33130

Executive Vice President,
Secretary, Treasurer and
Director:

Andrew C. McKey
80 S.W. 8th Street
Suite 2601
Miami, Florida 33130

Chief Financial Officer:

Craig Toll
80 S.W. 8th Street
Suite 2601
Miami, Florida 33130

01 JAN 12 PM 5:00
SECRETARY OF STATE
DIVISION OF CORPORATIONS

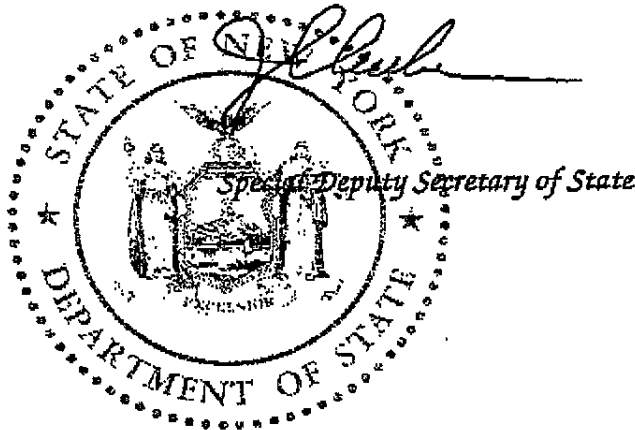
MIA1 #1001618 v1

State of New York | **ss:**
Department of State

I hereby certify, that the Certificate of Incorporation of SPANISH HERITAGE TOURS, INC. was filed on 09/12/1977, 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.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 27th day of December
two thousand.*

200012280242 63



01 JAN 12 PM 5:00
SECRETARY OF STATE
DIVISION OF CORPORATIONS