

CT CORPORATION SYSTEM

F01000006569

CORPORATION(S) NAME

1) Atlas Travel GP Inc.;

~~2) Atlas Travel Services, Inc.~~

FILED
01 DEC 26 AM 11:28
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

☐ Profit

☐ Amendment

☐ Merger

☐ Nonprofit

☐ Dissolution/Withdrawal

☐ Mark

☒ Foreign *qual.*

☐ Reinstatement

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ LLC

☐ Name Registration

☐ Change of RA

☐ Fictitious Name

☐ UCC

☐ Certified Copy

☐ Photocopies

☐ CUS

☐ Call When Ready

☐ Call If Problem

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12/26/01

Order#: 4911893

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Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

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-12/27/01--01004--017
*****70.00 *****70.00

A CCH LEGAL INFORMATION SERVICES COMPANY

FILE FIRST

**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.*

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1. Atlas Travel G.P., 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. 76-0581954
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 8, 1998 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 84 Inverness Circle East, Englewood, CO 80112

(Current mailing address)
8. travel management services
(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(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.

C T Corporation System

Hiedi M. Liesch

(Registered agent's signature)

HIEDI M. LIESCH, SPECIAL ASST. SECY.

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

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IN 11-28

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

Chairman: see attached list

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: see attached list

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. Eugene A. Over, Jr., Vice President and Secretary

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

Atlas Travel GP, Inc. (a Texas corporation)

Officers:

President and
Chief Executive Officer

Gary Pearce

4801 Woodway, Suite 400
Houston, TX 77056

Vice President
and Treasurer

Robert C. Griffith

84 Inverness Circle East
Englewood, CO 80112

Vice President
and Treasurer

John S. Coffman

84 Inverness Circle East
Englewood, CO 80112

Vice President
and Secretary

Eugene A. Over

84 Inverness Circle East
Englewood, CO 80112

Assistant Secretary

Barbara E. Chesebro

84 Inverness Circle East
Englewood, CO 80112

Directors:

Edward S. Adams

84 Inverness Circle East
Englewood, CO 80112

Robert C. Griffith

84 Inverness Circle East
Englewood, CO 80112

Eugene A. Over, Jr.

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Englewood, CO 80112

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TALLAHASSEE, FLORIDA

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Geoffrey S. Connor
Assistant Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for ATLAS TRAVEL GP, INC. (filing number: 149702000), a Domestic Business Corporation, was filed in this office on July 08, 1998.

It is further certified that the entity status in Texas is active.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on December 28, 2001.



A handwritten signature in black ink, appearing to read "G. Connor", written over a horizontal line.

Geoffrey S. Connor
Assistant Secretary of State