

F02000002538

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: GEI-ANI Acquisition Corporation
(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:

Bernardo Flores

(Name of Person)

Adventure Network International

(Firm/Company)

4800 North Federal Highway Suite 307D

(Address)

Boca Raton, FL 33431

(City/State and Zip code)

300005537233--5

-05/15/02-01036-001

*****70.00 *****70.00

FILED
02 MAY 15 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Jeffrey Padnis

(Name of Person)

at (561) 347-7654 X 224

(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

[Handwritten signature]

**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. GEI-ANI Acquisition 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 instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. 04-3631640

(FEI number, if applicable)

4. July 17, 2000

(Date of incorporation)

5. Perpetual

(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. 4800 N. Federal Hwy Suite 307D Boca Raton, FL 33431

(Principal office address)

4800 N. Federal Hwy Suite 307D Boca Raton, FL 33431

(Current mailing address)

8. Leisure Travel

(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: Anne Kershaw

Office Address: 4800 N. Federal Hwy Suite 307D

Boca Raton

(City)

, Florida 33431

(Zip code)

FILED
02 MAY 15 AM 9:18
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.

Anne Kershaw

(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: Douglas Lehrman
Address: 183 East Putnam Avenue Greenwich, CT 06830

Vice Chairman: Thomas Cavanagh
Address: 4800 N. Federal Hwy Suite 307D Boca Raton
FL 33431

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Anne Kershaw
Address: 4800 N. Federal Hwy Suite 307D Boca Raton
FL 33431

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. Thomas Cavanagh - Vice Chairman
(Typed or printed name and capacity of person signing application)

FILED
02 MAY 15 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

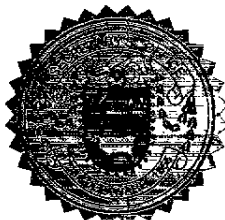
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GEI-ANI ACQUISITION CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF MAY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GEI-ANI ACQUISITION CORPORATION" WAS INCORPORATED ON THE SEVENTEENTH DAY OF JULY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

FILED
02 MAY 15 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



3260440 8300

020301231

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 1771747

DATE: 05-10-02