

F040000001796

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000064652 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : WEINSTOCK & SCAVO, P.C.
Account Number : 120000000076
Phone : (404) 231-3999
Fax Number : ~~404-231-1618~~ 404-591-6423

404-591-6423

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 MAR 31 PM 5:23

AND
FILED

FOREIGN PROFIT QUALIFICATION

All Seasons Travel and Resort, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	01
Estimated Charge	\$78.75

DIVISION OF CORPORATIONS

04 MAR 31 PM 4:04

RECEIVED

Electronic Filing Menu

Corporate Filing

Public Access Help

3/31/04

WEINSTOCK & SCAVO, P.C.
ATTORNEYS AT LAW

MICHAEL WEINSTOCK
ALSO ADMITTED IN FL, IL, NJ & NY
JAMES J. SCAVO
ALSO ADMITTED IN CA
JOHN P. WILSON, III
STEVEN M. WINTER
MICHAEL J. ZENNER
ALSO ADMITTED IN MN
LOUIS R. COHAN
STEPHEN A. WINTER
ALSO ADMITTED IN FL
RICHARD I. CAPRIOLA
ALSO ADMITTED IN DC & NY
IAN V. COHEN
ANTHONY T. POLVINO
ALSO ADMITTED IN DE & NY
ADAM M. CLEKLEN
J. BERTRAM LEVY
MARK I. SANDERS
ALSO ADMITTED IN DC
CATHLEEN ROSSON SMITH
ALSO ADMITTED IN FL
ELIZABETH M. JAFFE
THOMAS A. BARTOLOZZI
ALSO ADMITTED IN NY, NJ & PA
ADAM K. PRINTZ
ALSO ADMITTED IN AL

SUITE 300
2405 PIEDMONT ROAD, N.E.
ATLANTA, GEORGIA 30305

TELEPHONE
(404) 231-3999

FACSIMILE
(404) 231-1618

JAMI M. KOHN
JAMES M. SPIELBERGER
SHARON M. LEWONSKI
ALSO ADMITTED IN MD
MATTHEW W. CARLTON
ALSO ADMITTED IN ME
T. STEPHEN MCCONNELL
ALSO ADMITTED IN CT & PA
JENNIFER E. BUTLER
LINDA ELAINE RAGAN
MARC I. YUDKIN
ALSO ADMITTED IN NY & NJ
ALYSON F. FINKELSTEIN
ALSO ADMITTED IN FL
PHILIP W. LORENZ
LISA G. GILLELAND
ALSO ADMITTED IN FL
MARY ANNE IULIANO
BROOKE M. BAYLICK
ELIZABETH A. FREY
TIMOTHY W. STORM
JOSEPH ROSEN
ADMITTED IN IL ONLY
ROBERT M. SNEED, JR.
BRETT MENDELL
ADMITTED IN CA ONLY

Writer's email address:
lragan@wslaw.net

March 31, 2004

VIA FACSIMILE (850) 205-0383

Attention: Trevor
Florida Division of Corporations
Corporate Filings
409 E. Gaines Street
Tallahassee, Florida 32399

**Re: All Seasons Travel and Resort, Inc.
Application for Authorization to Transact Business in Florida**

Dear Sir or Madam:

Per my telephone conversation with your office this morning, it is my understanding that our initial filing of the above-captioned Application by Foreign Corporation for Authorization to Transact Business ("Application") was rejected because the second page of the Application setting forth the directors and officers of the applicant, All Seasons Travel and Resort, Inc., a North Carolina corporation ("ASTAR"), did not come through clearly in our filing by fax, filed on March 26, 2004 with your office. It is my further understanding that a return fax requesting that we resend the filing was faxed to our attention, however this fax was never received.

Accordingly, I am resending the above-captioned filing to your attention by fax. If the attached application does not come through clearly please advise the undersigned by telephone at 404-231-3999 as we have not been receiving return faxes from your office. If necessary we will overnight the original Application to your attention for your receipt tomorrow morning.

Accordingly, attached please find the following items necessary to file an Application by Foreign Corporation for Authorization to Transact Business in Florida for ASTAR:

1. A Florida Department of State Division of Corporations Public Access System Electronic Filing Cover Sheet, fax audit number H040000646523.
2. A completed and executed Application by Foreign Corporation for Authorization to Transact Business in Florida.
3. An original Certificate of Existence and Good Standing, dated March 23, 2004, from North Carolina, the jurisdiction where the company was organized.

I look forward to receiving your approval of the attached Application. As time is of the essence in this matter please return a Letter of Acknowledgment and a Certificate of Status for ASTAR to my attention by

04 MAR 31 PM
SECRETARY OF
TALLAHASSEE
FILED

WEINSTOCK & SCAVO

Fax: 4042311618

Mar 31 2004 10:36

P.03

landline facsimile, fax number 404-591-6423 (as stated above, we have not been receiving any electronically faxed facsimiles from your office), and the original Letter of Acknowledgement and Certificate of Status to the address set forth above at your absolute earliest convenience.

As indicated on the attached Electronic Filing Cover Sheet, please bill the cost of the \$70 filing fee and \$8.75 Certificate of Status fee, for a total of \$78.75 to our firm's Sunbiz account with the Division of Corporations (Account No.: 120000000076). Thank you in advance for your assistance with this matter and your prompt return of the requested items. Please contact me if you need any additional assistance.

Sincerely,


Linda Elaine Ragan

Attachments

Flynn/All Seasons/Florida Div. of Corps. 033104

APPROVED
AND
FILED
04 MAR 31 PM 5:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WEINSTOCK & SCAVO

Fax: 404 231 1618

Mar 31 2004 10:36

P.01

WEINSTOCK & SCAVO, P.C.
ATTORNEYS AT LAW

PHONE: (404) 231-3999

FACSIMILE: (404) 231-1618

E-MAIL: L.RAGAN@WSLAW.NET

FACSIMILE TRANSMITTAL SHEET

TO:	FROM:
Trevor	Linda Elaine Ragan, Esq.
COMPANY:	DATE:
Florida Division of Corporations	March 31, 2004
FAX NUMBER:	TOTAL NO. OF PAGES INCLUDING COVER:
850-205-0383	8
PHONE NUMBER:	SENT BY:
	Kevin Kirby
	Legal Assistant to Linda Elaine Ragan
RE:	REFERENCE NUMBER:
All Seasons Travel and Resort, Inc.	3634.07

The information contained in this transmission is attorney privileged and confidential. It is intended only for the use of the individual or entity named above. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution, or copying of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately by telephone collect and return the original message to us at the above address via the U.S. Postal Service. We will reimburse you for the postage. Thank you.

Notes/Comments:

Resending documents per your request.

04 MAR 31 PM 5:23
AND
FILED
CLERK OF SUPERIOR COURT
JANISSE, FLORIDA

3405 PIEDMONT ROAD, N.E.
SUITE 300
ATLANTA, GEORGIA 30305

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. All Seasons Travel and Resort, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. North Carolina

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

3. 01-0636664

(FBI number, if applicable)

4. March 20, 2002

(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 §17.153, F.S.)

7. 1140 Hammond Drive S-A1110, Dunwoody, Georgia 30328

(Principal office address)

1140 Hammond Drive S-A1110, Dunwoody, Georgia 30328

(Current mailing address)

8. All lawful purposes including seller of travel activities.

(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: Corporation Services Company

Office Address: 1201 Nave Street

Tallahassee

(City)

, Florida 32301

(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.



(Registered agent's signature)

Jeffrey Neel, Authorized Representative of Corporation Service Company

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:

04 MAR 31 PM 5:23
FILED
ALLAHASSEE, FLORIDA
SECRETARY OF STATE

A. DIRECTORSChairman: Lawrence FlynnAddress: 140 Hammond Drive S-A1110, Dunwoody, Georgia 30328

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: Lawrence FlynnAddress: 140 Hammond Drive S-A1110, Dunwoody, Georgia 30328Vice President: Deslyn FlynnAddress: 140 Hammond Drive S-A1110, Dunwoody, Georgia 30328

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. Lawrence Flynn, President

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

04 MAR 31 PM 5:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDAAND
FILE

A. DIRECTORSChairman: Lawrence FlynnAddress: 140 Hammond Drive S-A1110, Dunwoody, Georgia 30328

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: Lawrence FlynnAddress: 140 Hammond Drive S-A1110, Dunwoody, Georgia 30328Vice President: Deslyn FlynnAddress: 140 Hammond Drive S-A1110, Dunwoody, Georgia 30328

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

04 MAR 31 PM 5:23
SECRETARY
ALLAHASSE, FLORIDA
FILED

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

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. Lawrence Flynn, President

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



State of North Carolina

Department of The Secretary of State

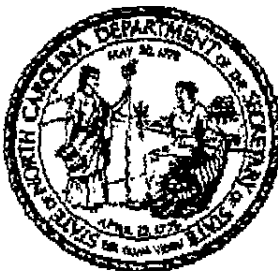
CERTIFICATE OF EXISTENCE

I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify that

ALL SEASONS TRAVEL AND RESORT, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 20th day of March, 2002, with its period of duration being Perpetual.

I FURTHER certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 has been delivered to the Secretary of State, if applicable; and that the said corporation has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 23rd day of March, 2004.

Elaine F. Marshall
Secretary of State