

UCC SERVICES

Fax: 8506816011

Sep 21 2007

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Florida Department of State
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FOREIGN PROFIT/NONPROFIT CORPORATION

Cruiseshipcenters USA Inc.

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**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. CRUISESHIPCENTERS USA 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. Nevada

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

3. 39-2053103

(FEI number, if applicable)

4. 03/01/2007

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. has not & will not transact business in Florida

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 15600 NE 8th Street, Suite O-11, Bellevue, WA 98008

(Principal office address)

3150 - 139th Avenue SE, Bellevue, WA 98005

(Current mailing address)

8. on line cruise ship travel 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 NOT acceptable)

Name: NRAI Services, Inc.

Office Address: 2731 Executive Park Drive, Suite 4

Weston

(City)

Florida 33331

(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)

Cheryl Conklin - Asst. Sec.

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.

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12. Names and business addresses of officers and/or directors:**A. DIRECTORS**Chairman: SEE ATTACHED LIST OF DIRECTORS AND OFFICERS.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

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 Director or Officer listed in number 12 of the application)

14. Seth Kalvert, Secretary _____

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

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List of Officers and Directors of CruiseShipCenters USA Inc.

<u>Name</u>	<u>Position</u>	<u>Address</u>
Eric Trygg	Chairman and Director	400 - 1055 West Hastings St., Vancouver, BC, V6E 2E9
Michael J. Drever	President, CEO and Director	400 - 1055 West Hastings St., Vancouver, BC, V6E 2E9
Matthew Echthorst	Chief Operating Officer and Director	400 - 1055 West Hastings St., Vancouver, BC, V6E 2E9
Seth Kalvert	Secretary and Director	3150 - 139th Avenue SE, Bellevue, WA 98005
Greg Revelle	Director	3150 - 139th Avenue SE, Bellevue, WA 98005
Gary Fritz	Director	3150 - 139th Avenue SE, Bellevue, WA 98005

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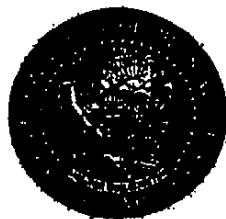
SECRETARY OF STATE

**CERTIFICATE OF EXISTENCE
WITH STATUS IN GOOD STANDING**

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation sales, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **CRUISESHIPCENTERS USA INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since March 1, 2007, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on September 20, 2007.



[Signature]
ROSS MILLER
Secretary of State

Electronic Certificate
Certificate Number: C20070920-2461
You may verify this electronic certificate
online at <http://secretaryofstate.biz/>