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FOREIGN PROFIT/NONPROFIT CORPORATION

HERITAGE TRAVEL, INC.

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July 14, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CORPORATION SERVICE COMPANY

SUBJECT: HERITAGE TRAVEL, INC.
REF: W09000032204

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

The registered agent designated in your document is not an active entity according to our records. Please reinstate this entity (call (850) 245-6059 for information) or designate another entity that is active according to our records.

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Claretha Golden
Regulatory Specialist II
New Filing Section

FAX Aud. #: H09000161874
Letter Number: 109A00024070

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. Heritage Travel, 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. De (State or country under the law of which it is incorporated) 3. 26-1983358 (FEI number, if applicable)

4. 1/2008 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. NOT APPLICABLE (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1785 Massachusetts Avenue, NW, Washington D.C. 20036 (Principal office address)

same as above (Current mailing address)

8. 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: Corporation Service Company

Office Address: 1201 Hays St.

Tallahassee, Florida 32301 (City) (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.

Susan L. Powers, Assistant Secretary (Registered agent's signature) SUSAN L. POWERS, ASSISTANT SECRETARY

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: Jeffrey H. Schutz

Address: 1785 Massachusetts Avenue, NW
Washington D.C. 20036

Vice Chairman: Daniel K. Thorne

Address: 1785 Massachusetts Avenue, NW
Washington D.C. 20036

Director: John I. Williams, Jr.

Address: 1785 Massachusetts Avenue, NW

Director: Jack W. Davis, Jr.

Address: 1785 Massachusetts Avenue, NW
Washington D.C. 20036

B. OFFICERS

President: John I. Williams, Jr.

Address: 1785 Massachusetts Avenue, NW
Washington D.C. 20036

Vice President: _____

Address: _____

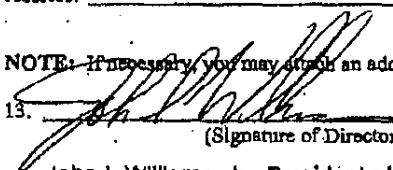
Secretary: Jack W. Davis, Jr.

Address: 1785 Massachusetts Avenue, NW, Washington D.C. 20036

Treasurer: Daniel K. Thorne

Address: 1785 Massachusetts Avenue, NW, Washington D.C. 20036

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. John I. Williams, Jr., President of Heritage Travel, Inc.
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HERITAGE TRAVEL, INC." 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 JUNE, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HERITAGE TRAVEL, INC." WAS INCORPORATED ON THE TWENTY-THIRD DAY OF JANUARY, A.D. 2008.

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.

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Jeffrey W. Bullock
Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7353640

DATE: 06-10-09