

F95000003763

1201 HAYS STREET
TALLAHASSEE, FL 32301
(904) 224-0000
(904) 224-0000 FAX

800-342-8086

CSC networks

PRENTICE HALL
LEGAL & FINANCIAL SERVICES
DIVISION

ACCOUNT NO. : 072100000032
REFERENCE : 646671 06901D
AUTHORIZATION : Patricia Pyzdek
COST LIMIT : \$70.00

ORDER DATE : July 24, 1995
ORDER TIME : 9:06 AM
ORDER NO. : 646671
CUSTOMER NO: 06901D

000001552810

CUSTOMER: Ms. Theresa Festa
Prentice Hall Legal &
375 Hudson Street
New York, NY 10014

FOREIGN FILINGS

NAME: WORLD TOURS LTD.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angela Lane

FILED
95 JUL 24 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191 FAX

800-142-8086



95 JUL 24 PM 12:38
DIVISION 1 CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 646671 86901D

AUTHORIZATION

COST LIMIT : 952.50

Patricia Pizato 695-1484/

ORDER DATE : July 24, 1995

7000001544127

ORDER TIME : 9:06 AM

ORDER NO. : 646671

CUSTOMER NO: 86901D

CUSTOMER: Ms. Theresa Festa
Prentice Hall Legal &
375 Hudson Street

New York, NY 10014

FOREIGN FILINGS

NAME: WORLD TOURS LTD., *dnc*

XX PROFIT

 NON-PROFIT

XX CORPORATE

 LIMITED PARTNERSHIP

XX QUALIFICATION

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CONTACT PERSON: Angela Lane



FLOP

DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED

95 AUG -3 PM 12: 06

DIVISION OF CORPORATIONS

July 24, 1995

CSC NETWORKS

use file date resubmit

SUBJECT: WORLD TOURS LTD., INC.
Ref. Number: W95000014841

We have received your document(s) in this office, however, the document is being returned for the following:

retained in our office
The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

Your cover page authorizes only \$52.50 to be charged to your account. The minimum fee to file this application is \$70.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

6091

Letter Number: 195A00035139

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned William L. Bricker, Jr. Secretary, do hereby certify that this Resolution of the Board of Directors of World Tours Ltd., a corporation duly organized and existing under the laws of the State of Delaware, was duly adopted on July 28,, 19 95.

Resolved, that World Tours Ltd., organized and existing in the State of Delaware, hereby adopts the name World Tourism Inc. for use in Florida.

Dated: July 28, 1995


Signature of at least one director

William L. Bricker, Jr.
Secretary

FILED
95 JUL 28 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. World Tours Ltd., 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. Delaware 3. Applied For
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 4, 1994 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. None
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))

7. C/o Curtis, Mallet-Prevost, Colt & Mosle Attn: William L. Bricker, Jr.

101 Park Avenue, 35th Floor, New York, New York 10178
(Current mailing address)

8. time sharing
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: The Prentice-Hall Corporation System, Inc.

Office Address: 1201 Hays Street, Suite 105

Tallahassee, 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.

By: Merryl L. Hance

(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.

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95 JUL 24 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____
_____Secretary: William L. Bricker, Jr.Address: 101 Park Avenue, 35th floorNew York, New York 10178

Treasurer: _____

Address: _____
_____FILED
95 JUL 24 PM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

13. William L. Bricker, Jr.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)14. William L. Bricker, Jr. - Secretary
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WORLD TOURS LTD." 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 TWENTIETH DAY OF JULY, A.D. 1995.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 JUL 24 PM 2:04

FILED



Edward J. Freel

Edward J. Freel, Secretary of State

2382263 8300

950162341

AUTHENTICATION:

7579666

DATE:

07-20-95

120 HAYS STREET
F95000003763

CSC networks

PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 646658 86901D

AUTHORIZATION : *Patricia Pizak*

COST LIMIT : 970.00

ORDER DATE : July 24, 1995

ORDER TIME : 11:02 AM

ORDER NO. : 646658

CUSTOMER NO: 86901D

400001573504

CUSTOMER: Ms. Theresa Festa
Prentice Hall Legal &
375 Hudson Street

New York, NY 10014

DOMESTIC AMENDMENT FILING

NAME: WORLD VACATION TRAVEL LIMITED,
INC.
WORLD TOURISM, INC.

XXXX NEED CHANGES MADE THAT WERE DISCUSSED
WITH SUPERVISOR

ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
X PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

*Affidavit
Amending
purpose*

FILED
95 AUG 21 AM 11:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sp



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

August 21, 1995

C S C NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 33301

SUBJECT: WORLD TOURISM INC.
Ref. Number: F95000003763

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

There are no provisions for changing the purpose in a profit foreign corporation. However, we will accept an affidavit signed by an officer in the corporation. The filing fee is \$35.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 595A00039088

CURTIS, MALLET-PREVOST, COLT & MOSLE

ATTORNEYS AND COUNSELLORS AT LAW

1801 K STREET, N.W., SUITE 1205 L
WASHINGTON, D.C. 20006
TELEPHONE 202-462-7373
TELECOPIER 202-462-7333

2 HOUSTON CENTER
500 FANNIN STREET, SUITE 3725
HOUSTON, TX 77010
TELEPHONE 713-759-0555
TELECOPIER 713-759-0712

ONE GATEWAY CENTER, SUITE 403
NEWARK, N.J. 07102-5311
TELEPHONE 201-622-0605
TELECOPIER 201-622-5546

RURIN DARIO 201, PISO 9
COL. BOSQUE DE CHAMULTEPEC
11500 MEXICO, D.F., MEXICO
TELEPHONE 525-252-0444
TELECOPIER 525-252-0637

101 PARK AVENUE
NEW YORK, N.Y. 10175-0061

TELEPHONE 212-696-0000
TELECOPIER 212-697-1559
TELEX AT&T 126000 HIGHLAND
MCI 86178 HIGHRISE
AT&T 488127 HOND
VOICE MAILBOX 212-696-6028

TWO THROGHMORTON AVENUE
LONDON, EC2N 2DL
TELEPHONE 44171-638-7957
TELECOPIER 44171-638-5512

10, RUE D'ASTORG
75008 PARIS
TELEPHONE 33-1-42-66-39-10
TELECOPIER 33-1-42-66-39-02

STAUFENSTRASSE 42
60323 FRANKFURT AM MAIN
TELEPHONE 4969-671-442-0
TELECOPIER 4969-17-33-00

ST. GEORGE'S BUILDING, SUITE 401
TWO ICE HOUSE STREET
CENTRAL, HONG KONG
TELEPHONE 852-2045-0200
TELECOPIER 852-2045-2001

WHITEN DIRECT DIAL NUMBER

August 16, 1995

Secretary of State of Florida
Foreign Corporations Section
The Capitol Building
Room 2002
Tallahassee, Florida 32301

Re: World Tourism Inc.
World Vacation Travel Limited, Inc.

Dear Sir/Madam:

As Secretary of the above referenced companies, I submitted Florida qualification forms for each of the companies on the same date.

The purpose clauses on the filed qualification forms were reversed and should be corrected to read as follows:

World Vacation Travel Limited, Inc.'s purpose is time sharing and World Tourism Inc.'s purpose is the travel agency business.

FILED
95 AUG 21 AM 11:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please correct the qualification forms and sign
the enclosed copy of this letter acknowledging that the
above has been completed.

Thank you for your assistance.

Very truly yours,

William L. Bricker, Jr.
William L. Bricker, Jr.

Kathryn Lee Skubina
Notary Public
Sworn to before me this
16th day of August, 1995

NTT0AR81

KATHRYN LEE SKUBINA
Notary Public, State of New York
No. 41-488533
Qualified in Queens County
Commission Expires Feb. 17, 1997
(Nassau County)