



THE COMPANY CORPORATION

1313 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

F97000006405

September 8, 1997

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: JT Investments, Ltd.
9708072782254

W97-21246

500002292975--1

-09/15/97--01099--002

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

Dear Sir or Madam:

Enclosed please find Application for Authority (and related documents, if appropriate) and our check in the amount of \$70.00 for JT Investments, Ltd..

Please file and return all related correspondence to my attention at the address listed above.

Please feel free to contact me directly at 1-302-575-0440, ext. 7003, with questions regarding the enclosed application.

Sincerely,

Patricia A. Kulesza

Patricia A. Kulesza
Corporate Service Representative

enc.

9/12/97
97DEC-5 AM/10:16
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Name conflict



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 15, 1997

PATRICIA A. KULESZA
THE COMPANY CORPORATION
1313 N. MARKET ST.
WILMINGTON, DE 19801-1151

SUBJECT: JT INVESTMENTS, LTD.
Ref. Number: W97000021246

97 DEC -5 AM 10:16

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

We have received your document for JT INVESTMENTS, LTD. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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 DOCUMENT SPECIALIST indicated.

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 (850) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 297A00045780



THE COMPANY CORPORATION

1313 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

October 7, 1997

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: JT Investments, Ltd.
9708072782254

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -5 AM 10:16

Dear Sir or Madam:

Enclosed please find Application for Authority to conduct business with corrections as requested for JT Investments, Ltd. A copy of your recent correspondence is enclosed for reference.

Please file and return all related correspondence to my attention at the address listed above.

Please feel free to contact me directly at 1-302-575-0440, ext. 7003, with questions regarding the enclosed application.

Sincerely,

Patricia A. Kulesza
Customer Service Representative

Enclosures

*Patricia no longer with company.
Forward to Linda Snook.*



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 9, 1997

PATRICIA A. KULESZA
THE COMPANY CORPORATION
1313 N. MARKET ST.
WILMINGTON, DE 19801-1151

SUBJECT: JT INVESTMENTS, LTD.
Ref. Number: W97000021246

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -5 AM 10:16

We have received the resolution adopting the name TJ INVESTMENTS, LTD for use in Florida; however, that name is also not available. Please adopt another name and remember that the name must contain a corporate suffix.

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 (850) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 397A00049667



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 26, 1997

LINDA SNOOK
THE COMPANY CORPORATION
1313 N. MARKET ST.
WILMINGTON, DE 19801-1151

SUBJECT: JT INVESTMENTS, LTD.
Ref. Number: W97000021246

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -5 AM 10:16

We have received a second resolution adopting the name BURRITO BROTHERS, INC.; however, that name is also not available for use in Florida. Please adopt another name. Please call me at the number listed below to check name availability.

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 (850) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 497A00056496

CARLTON FIELDS

ATTORNEYS AT LAW

CITRUS CENTER
255 S. ORANGE AVENUE, SUITE 1600
ORLANDO, FLORIDA 32801-3488

MAILING ADDRESS:
P.O. BOX 1171, ORLANDO, FL 32802-1171
TEL (407) 849-0300 FAX (407) 648-9099

December 3, 1997

Jennifer Sindt
Document Examiner
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Reference No. W97000021246
Letter Number 397A00049667

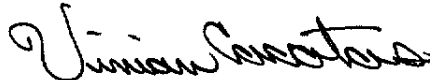
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -5 AM 10:16

Dear Ms. Sindt:

Enclosed please find a copy of your letter dated October 9, 1997 as well as an October 20, 1997 corporate resolution of JT Investments, Ltd. adopting the name "SunWorld, Inc." for use in Florida.

If the enclosed is not satisfactory, or if you need any additional information, please call me at 407/849-0300. I represent JT Investments, Ltd. in connection with this matter.

Very truly yours,



Vivian P. Cocotas

VPC:atb
enclosures

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned JT Investments, Ltd, do hereby certify
(Name)

that this Resolution of the Board of Directors of JT Investments, Ltd

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Delaware.

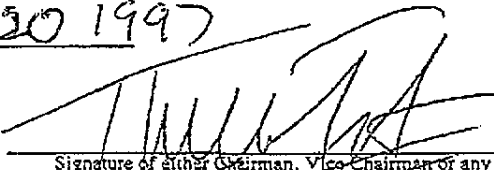
was duly adopted on Oct. 20, 19 97

Be it resolved, that JT Investments, Ltd.
(Corporate Name)

organized and existing in the State of Delaware, hereby adopts the name

SeaWorld, Inc. for use in Florida.

Dated: Oct 20 1997


Signature of either Chairman, Vice Chairman or any officer

Thomas L. Tedrow
Type or print name

INHS19(4/96)

FILED
DIVISION OF SEC.
97 DEC -5 AM 10:16

**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. JT INVESTMENTS, LTD
(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. DELANORE 3. APPLIED FOR
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 8/7/97 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Approval
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 1110 Palmer Ave
Winter Park, FL 32789
(Current mailing address)
8. Real estate investments
(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: Thomas L. TEDROW
Office Address: 1110 Palmer Ave
Winter Park, Florida, 32789
(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)

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
DEC - 5 AM 10:16

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

A. DIRECTORS

Chairman: Thomas L. TEOROW
Address: 1110 Palmer Ave
Winter Park, FL 32789

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Thomas L. TEOROW
Address: 1110 Palmer Ave
Winter Park, FL 32789

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]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Thomas L. TEOROW - President
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 DEC -5 AM 10:16

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "JT INVESTMENTS, 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 EIGHTH DAY OF SEPTEMBER, A.D. 1997.



FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 97 DEC -5 AM 10:16



2782254 8300

971298679

Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

8640196

09-08-97