

F990000001792



ACCOUNT NO. : 072100000032

REFERENCE : 186838 4303929

AUTHORIZATION : *Patricia Pizeto*

COST LIMIT : \$ 70.00

ORDER DATE : March 29, 1999

ORDER TIME : 1:0 PM

ORDER NO. : 186838-010 000002825680--8

CUSTOMER NO: 4303929

CUSTOMER: Ms. Jazmine Roman  
Greenberg Traurig  
1221 Brickell Avenue  
20th Floor  
Miami, FL 33131

FOREIGN FILINGS

NAME: TRAVEL MANAGEMENT, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX        PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

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DIVISION OF CORPORATIONS  
MAR 31 AM 8:12  
W99-7774  
mth  
4/1  
99 MAR 31 PM 3:13



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

**RESUBMIT**  
Please give original  
submission date as file date.

March 31, 1999

CSC-JAMES GUY

SUBJECT: TRAVEL MANAGEMENT, INC.  
Ref. Number: W99000007774

*Travel management Center*

We have received your document for ~~TRAVEL MANAGEMENT, INC.~~ and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

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) 487-6092.

Hart Collins  
Senior Corporate Section Administrator

Letter Number: 899A00016406

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DIVISION OF CORPORATIONS

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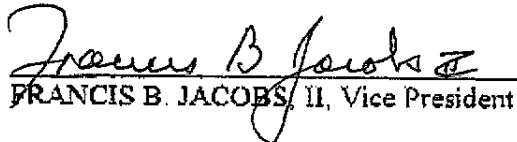
RECEIVED  
1999-03-31 08:55  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**RESOLUTION OF BOARD OF DIRECTORS  
OF  
TRAVEL MANAGEMENT, INC.**

I, the undersigned FRANCIS B. JACOBS, II, do hereby certify that this Resolution of the Board of Directors of TRAVEL MANAGEMENT, INC. a corporation duly organized and existing under the laws of the State of Delaware, was duly adopted on March 30, 1999.

Be it resolved, that TRAVEL MANAGEMENT, INC. organized and existing in the State of Delaware, hereby adopts the name TRAVEL MANAGEMENT CENTER, INC. for use in Florida.

Dated, April 5, 1999

  
FRANCIS B. JACOBS, II, Vice President

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CLERK OF COURT  
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**APPLICATION BY FOREIGN CORPORATION FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

In compliance with §607.1503, FLORIDA STATUTES, the following is submitted to Register a FOREIGN CORPORATION TO TRANSACT BUSINESS in the State of Florida:

1. TRAVEL MANAGEMENT, INC.  
(Name of Corporation adding the word "INCORPORATED", "COMPANY" OR "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  
(State or Country under the law of which is incorporated)
3. Applied for  
(F.E.I Number, if applicable)
4. March 11, 1999  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corporation will cease to exist or "Perpetual")
6. Date of qualification in Florida  
(Date first transacted business in Florida. (See §607.1501, 607.1502, and §817.155 F.S.)
7. c/o Francis B Jacobs, II 300 Delaware Avenue, 9<sup>th</sup> Floor-DE 5403, Wilmington Delaware 19801  
(Current Mailing Address; please include city, state & zip code)
8. Any lawful business  
(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: Corporation Service Company  
Office Address: 1201 Hays Street  
Tallahassee, Florida 32301

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10. **REGISTERED AGENT'S ACCEPTANCE:** Having been named as the 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.

Delorah W. Skipper (Signature)  
Registered Agent

Date: March 31, 1999

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Florida Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of the state or country in which it is incorporated.

12. NAME OF DIRECTORS and OFFICERS:

A. DIRECTORS:

Director: Jill Vales  
Address: 300 Delaware Avenue, 9<sup>th</sup> Floor-DE 5403  
Wilmington, Delaware 19801

Director: Robert J. Maraist  
Address: 300 Delaware Avenue, 9<sup>th</sup> Floor-DE 5403  
Wilmington, Delaware 19801

Director: Milly F. Smith  
Address: 300 Delaware Avenue, 9<sup>th</sup> Floor-DE 5403  
Wilmington, Delaware 19801

B. OFFICERS:

President/  
Treasurer Jill Vales  
Address: 300 Delaware Avenue, 9<sup>th</sup> Floor-DE 5403, Wilmington, DE 19801

Vice President/  
Secretary Francis B. Jacobs, II  
Address: 300 Delaware Avenue, 9<sup>th</sup> Floor-DE 5403, Wilmington, DE 19801

Vice President/  
Assistant Secretary/ Assistant Treasurer Kurt Krahnke  
Address: 300 Delaware Avenue, 9<sup>th</sup> Floor-DE 5403, Wilmington, DE 19801

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13.

Jill Vales  
(Signature of officer listed in #12)

Date: March 29, 1999

14.

Jill Vales, President  
(Print or type name and office of person signing this application)

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

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*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TRAVEL MANAGEMENT, 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 TWENTY-NINTH DAY OF MARCH, A.D. 1999. \_ \_ \_ \_ \_

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SECRETARY OF STATE  
99 MAR 31 AM 8:13



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

03-29-99