

Document Number Only

F99000005204

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

500003009855-7

-10/08/99--01062--002

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

Handwritten signature/initials

FSS Travel & Leisure Systems, Inc.

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DIVISION OF CORPORATIONS
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☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☒ Certified Copy

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☐ Mail Out

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☐ Dissolution/Withdrawal

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☐ Will Wait

☐ Merger

☐ Mark

☐ Other

☐ Change of R.A.

☐ UCC-1 UCC-3

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TALLAHASSEE, FLORIDA

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Thanks, Melanie ☺

OCT -8

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Acknowledgment
W.P. Verifier

**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.

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1. FSS Travel & Leisure Systems, 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

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

June 25, 1997

3. 52-2043384

(FEI number, if applicable)

Perpetual

4. June 25, 1997
(Date of incorporation)

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

6. Upon qualification

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 4400 Computer Drive FSS c/o Mailscop G154

Westboro, MA 01580

(Current mailing address)

8. supply, maintenance and development of software services for travel industry
(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 or Mail Drop Box NOT acceptable)

Name: C T Corporation System

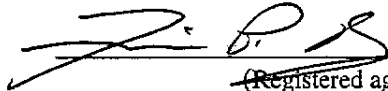
Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(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)

Francis P. Regan
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.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: EDWARD SPIERS

Address: FSS HOUSE, MOUNT LAKE, BLACKWELL,
BERKSHIRE, RG12 9BD UK

Vice Chairman:

Address:

Director: DAVID FRAMES

Address: FSS HOUSE, MOUNT LAKE, BLACKWELL,
BERKSHIRE, RG12 9BD

Director: BILL MCGILLIVRAY

Address: P.O. Box 284 - 441 SAN GERONIMO VALLEY DRIVE,
SAN GERONIMO CA 94963

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: EDWARD SPIERS

Address: FSS HOUSE, MOUNT LAKE, BLACKWELL,
BERKSHIRE, RG12 9BD, UK

Vice President: MARKETING IAN CHAMPNESS

Address: FSS HOUSE, MOUNT LAKE, BLACKWELL
BERKSHIRE, RG12 9BD UK

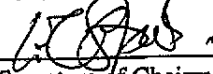
Secretary: TROUBLE JOHN SOWTON

Address: FSS HOUSE, MOUNT LAKE, BLACKWELL
BERKSHIRE, RG12 9BD UK

Treasurer: VF SALES COMMERCIAL DAVID FRAMES

Address: FSS HOUSE, MOUNT LAKE, BLACKWELL
BERKSHIRE, RG12 9BD, UK

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. EDWARD SPIERS - PRESIDENT
(Typed or printed name and capacity of person signing application)

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FSS TRAVEL & LEISURE SYSTEMS, 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 SEVENTH DAY OF OCTOBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Edward J. Freel
Edward J. Freel, Secretary of State

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AUTHENTICATION: 0013438

991423518 DATE: 10-07-99

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