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ST. L. HE. TO. D. V. IS. LE.
Requestor's Name

21 S. MONROE/ SUITE 100
Address

TALLAHASSEE 32301 222-2300
City/State/Zip Phone #

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-10/26/99--01030--009
*****78.75 *****78.75
Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. TRAVELPRO INTERNATIONAL OF SOUTH FLORIDA, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00 ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☒ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
XX	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

IF YOU HAVE ANY QUESTIONS
REGARDING FILING PLEASE
CONTACT ELIZABETH AT: 222-2300.
THANK YOU.

Examiner's Initials

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Travelpro International of South Florida, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Melinda Earley
(Name of Person)
Travelpro International, Inc.
(Firm/Company)
700 Banyan Trail
(Address)
Boca Raton, FL 33431
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Melinda Earley at (561) 998-2824, ext. 125
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☒ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 26 PM 3:18

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Vice President and Secretary, do hereby certify that this Resolution of the Board of Directors of Travelpro International, Inc., a corporation duly organized and existing under the laws of the State of Delaware, was adopted on October 8, 1999.

Resolved that Travelpro International, Inc., organized and existing in the State of Delaware hereby adopts the name Travelpro International of South Florida, Inc. for use in Florida.

Dated: October 8, 1999

TRAVELPRO INTERNATIONAL, INC.

By: Melinda Earley
Name: Melinda Earley
Title: Vice President and Secretary

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 26 PM 3:18

**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.*

FILED
STATE
SECRETARY OF CORPORATIONS
99 00 26 PM 3:18

1. Travelpro International, 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)
3. 59-2438110
(FEI number, if applicable)
4. June 18, 1999
(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. 700 Banyan Trail
Boca Raton, FL 33431
(Current mailing address)
8. Luggage distribution business
(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: Melinda Earley
Office Address: 700 Banyan Trail
Boca Raton, Florida, 33431
(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.

Melinda Earley
(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.

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: Leonard SandersAddress: 4875 Des Grandes Prairies Blvd.
Montreal, Quebec CANADA H1R 1X4

Vice Chairman: _____

Address: _____

Director: Peter PetrilloAddress: 345 Park Avenue
New York, NY 10154Director: John SheaAddress: 345 Park AvenueNew York, NY 10154**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

Chief Executive Officer:

President: Kimon BallisAddress: 700 Banyan Trail
Boca Raton, FL 33431Vice President: John SheaAddress: 345 Park Avenue
New York, NY 10154Secretary: Melinda EarleyAddress: 700 Banyan Trail
Boca Raton, FL 33431Asst. Secretary: Peter PetrilloAddress: 345 Park Avenue
New York, NY 10154**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.13. Melinda Earley
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. Melinda Earley, Secretary
(Typed or printed name and capacity of person signing application)

State of Delaware

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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 "TRAVELPRO INTERNATIONAL, INC." 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 OCTOBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED IN STATE
DIVISION OF CORPORATIONS
OCT 23 1999
PM 3:18



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Edward J. Freel

Edward J. Freel, Secretary of State

0017025

AUTHENTICATION:

DATE:

10-08-99