



THE UNITED STATES
CORPORATION
COMPANY

F99000005703

ACCOUNT NO. : 072100000032

REFERENCE : 457329 4144A

AUTHORIZATION

Patricia Pugh

COST LIMIT : \$ 70.00

ORDER DATE : November 3, 1999

ORDER TIME : 12:14 PM

ORDER NO. : 457329-005

900003034049--2

CUSTOMER NO: 4144A

CUSTOMER: Rosa Maria Ancheta, Legal Asst
Holland & Knight
Suite 3000
701 Brickell Avenue
Miami, FL 33131

FOREIGN FILINGS

NAME: GLOBAL BESTOUR, 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: Jeanine Reynolds

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV -3 PM 4:48

RECEIVED
99 NOV -3 PM 1:44
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

3/2
4/3/99

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
CLERK OF COURT
99 NOV -3
87-119

1. Global Bestour, 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. New Jersey

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

3. _____

(FEI number, if applicable)

4. January 23, 1989

(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. 80 S.W. 8th Street, Suite 2601, Miami, Florida 33130

(Current mailing address)

8. Tour Operator

(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

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

Corporation Service Company

Deborah D. Skipper

(Registered agent's signature) (Officer)

Deborah D. Skipper

as its agent

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:

A. DIRECTORS

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

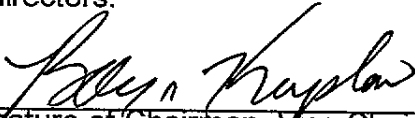
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DEPARTMENT OF STATE
CORPORATIONS
JAN 3 3 48 PM '48

Treasurer: _____

Address: _____

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. Barry S. Kaplan, Vice President

(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV 13 PM 4:48

RIDER
OFFICERS/DIRECTORS
GLOBAL BESTOUR, INC.

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Director and President:

Phil Bakes
80 S.W. 8th Street, Suite 2601
Miami, Florida 33130

Director, Exec. Vice President,
Secretary and Treasurer:

Andrew C. McKey
80 S.W. 8th Street, Suite 2601
Miami, Florida 33130

Director, Exec. Vice President
and Assistant Secretary:

Barry S. Kaplan
80 S.W. 8th Street, Suite 2601
Miami, Florida 33130

Chief Financial Officer:

Rob Erickson
80 S.W. 8th Street, Suite 2601
Miami, Florida 33130

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

GLOBAL BESTOUR, INC.

I, the Treasurer of the State of New Jersey,
do hereby certify that the above-named
New Jersey Domestic Profit Corporation was
registered by this office on January 23, 1989.

As of the date of this certificate, said business
continues as an active business in good standing
in the State of New Jersey, and its Annual Reports
are current.

I further certify that the registered agent and
registered office are:

Peter Yeung
228 Rivervale Rd
River Vale, NJ 07675

Continued on next page . . .

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STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

GLOBAL BESTOUR, INC.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
19th day of October, 1999

Roland M Machold

Roland M Machold
Treasurer

99 NOV -3

STATE
TREASURER