

W4000044/59

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies 1

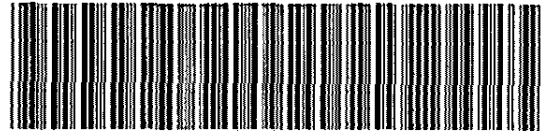
Certificates of Status 1

Special Instructions to Filing Officer:

6/4 FL LC

CC-WS

Office Use Only



400037620574

06/04/04--01020--011 **160.00

MJH

FILED

04 JUN -4 PM 4:09

SWIFT, CURRIE, MCGHEE & HIERS, LLP

JAMES T. McDONALD, JR.
JOHN F. SACHA
MICHAEL H. SCHRODER
STEPHEN L. COTTER
ROBERT R. POTTER
DOUGLAS A. BENNETT
MARK T. DIETRICH
LYNN M. ROBERSON
MARK J. GOODMAN
JOSEPH A. MUNGER
R. BRIGGS PEERY
K. DIANE OWENS
K. MARG DARRÉ, JR.
C. BRADFORD MARSH
THOMAS D. MARTIN
BRADLEY S. WOLFF
FREDERICK OWEN FERRAND
JOHN W. CAMPBELL
STEPHEN M. SCHATZ
RICHARD H. SAPP, III
MICHAEL RYDER
DEBRA D. CHAMBERS
RICHARD A. WATTS
LISA A. WADE
DOUGLAS W. BROWN, JR.
CHRISTOPHER D. SALCH
ANANDH S. RAJAN
KENNETH A. DAVID
TIMOTHY C. LEMKE
H. LEE PRUETT
MATTHEW M. LISS
JAMES F. TAYLOR, III
DAVID CHARLES KING
CRISTINE K. HUFFINE
JAMES D. JOHNSON
CABELL D. TOWNSEND
MELISSA K. KAHREN
JENNIFER A. RIDDICK
TERRY D. BRANTLEY
ROBERT S. HUEZTIS
BRIAN M. LEEPSON
J. STEPHEN BERRY

ATTORNEYS AT LAW
THE PEACHTREE

SUITE 300

1355 PEACHTREE STREET, N.E.

ATLANTA, GEORGIA 30309-3238

WWW.SWIFTCURRIE.COM

MAIN PHONE (404) 874-8800

FAX (404) 888-6199

DIRECT DIAL (404) 888-6259

e-mail: elise.hamilton@swiftcurrie.com

WARREN R. FROST
MICHAEL T. BENNETT, JR.
KELLEY C. MERRIN
MICHAEL ROSETTI
MICHAEL P. CARESTIA
CATHERINE MAZANOVA
BENJAMIN A. LEONARD
MICHAEL R. MARTIN
C. W. TAB BILLINGSLEY, JR.
STEVEN J. DEFRANK
STERLING A. HAWKINS
CHRISTINA J. BEVILL
S. DEANN BOMAN
JAMES S. WIDENER
GINO L. MONTOYA
BRYAN C. MAHAFFEY
NATHANIEL F. HANSFORD
M. BOYD JONES
KINDU A. WALKER
DAVID W. WILLIS
HUMBERTO J. QUIERO, JR.
TODD A. BROOKS
CAROLYN GAIN BURCH
KNICOLE C. MCCARTER
JOHN M. HAMRICK
JAMIE P. WOODARD
G. GRANT GREENWOOD
MELANIE SIMONE SHIRLEY
VALERIE E. PINNETT
CHARLES E. HOPFECKER
BENJAMIN T. GERBER
KIRK D. JOHNSTON
KIM W. MINIX
SCOTT M. WILLIAMSON
HEATHER C. WRIGHT

FRANK H. SWIFT
WARNER S. CURRIE
GLOVER MCGHEE
JAMES S. HIERS, JR.
OF COUNSEL

June 3, 2004

By Federal Express

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Interactive Worldwide Orlando - Celebration, LLC

Dear Sir or Madam:

Enclosed please find the original Articles of Organization for the above-referenced limited liability company as well as a copy of these Articles. Please file the original Articles, and please return the file-stamped copy to me in the self-addressed, stamped envelope which I have enclosed for your convenience.

Enclosed please also find our check number 355966 in the amount of One Hundred and Sixty and 00/100 Dollars (\$160.00) for payment of the following:

\$100.00 - Filing Fee for Articles of Organization
\$25.00 - Designation of Registered Agent
\$30.00 - Certified Copy
\$5.00 - Certificate of Status

In addition to returning the file-stamped copy of the Articles, please return the Certified Copy and the Certificate of Status to me in the enclosed, self-addressed, stamped envelope, as well.

SWIFT, CURRIE, MCGHEE & HIERS, LLP

Florida Department of State

June 3, 2004

Page 2

Should you have any questions or concerns, please contact me at the direct dial number listed above. Thank you in advance for your assistance.

Sincerely,

SWIFT, CURRIE, MCGHEE & HIERS, LLP

A handwritten signature in cursive script, appearing to read "Elise G. Hamilton".

Elise G. Hamilton
Paralegal

Enclosures

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Interactive Worldwide Orlando - Celebration, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Elise Hamilton, Paralegal

(Name of Person)

Swift, Currie, McGhee & Hiers, LLP

(Firm/Company)

Suite 300, 1355 Peachtree Street, NE

(Address)

Atlanta, Georgia 30309

(City/State and Zip Code)

For further information concerning this matter, please call:

Elise Hamilton

(Name of Person)

at (404) 888-8259

(Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

Interactive Worldwide Orlando - Celebration, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

400 Galleria Parkway, Suite 1500

Atlanta, Georgia 30339

Mailing Address:

400 Galleria Parkway, Suite 1500

Atlanta, Georgia 30339

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

CT Corporation System

Name

1200 South Pine Island Road

Florida street address (P.O. Box **NOT** acceptable)

Plantation,

FLORIDA 33324

City, State, and Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes..

Dale W. Morris

Registered Agent's Signature

DALE W. MORRIS

ASSISTANT VICE PRESIDENT

FILED
04 JUN -4 PM 4:09
TALLAHASSEE, FLORIDA

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGRM

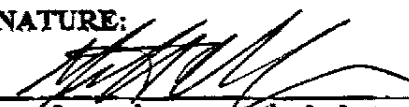
Andrew Gyenes

Suite 2500, One Dundas Street West, PO Box 84
Toronto, Canada M5G1Z3

(Use attachment if necessary)

NOTE: An additional article must be added if an effective date is requested.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 603.403(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Matthew M. Liss, Esq.

Typed or printed name of signer

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)