2004 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# P01000068450

Entity Name: MYTRAVEL USA HOLDINGS, INC.

Feb 27, 2004 Secretary of State

Current Principal Place of Business:	New Principal Place of Business:
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220 CONGRESS PARK DRIVE SUITE 300 DELRAY BEACH, FL 33445

130 MERTON STREET TORONTO, ON M4S 1A4 CA

Current Mailing Address:

220 CONGRESS PARK DRIVE SUITE 300 DELRAY BEACH, FL 33445

New Mailing Address:

130 MERTON STREET ATTN: JOEL BIRNBAUM TORONTO, ON M4S 1A4

FEI Number: 65-1125613 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent:

Name and Address of New Registered Agent:

C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION, FL 33324

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Electronic Signature of Registered Agent Date

Title:

Name:

Title:

Address:

City-St-Zip:

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

(X) Change () Addition

Title: PASD () Delete DOYLE, PATRICK Name: 220 CONGRESS PARK DRIVE Address: City-St-Zip: DELRAY BEACH, FL 33445

VPAS Title: () Delete Name: FRIISDAHL, MICHAEL 220 CONGRESS PARK DR #300 Address: DELRAY BEACH, FL 33445 City-St-Zip:

Title: VPS () Delete MARAIST, ROBERT J Name: 220 CONGRESS PARK DR Address: City-St-Zip: DELRAY BEACH, FL 33445

() Delete Title: MCMAHON, GREG Name:

Address: 220 CONGRESS PARK DR #300 City-St-Zip: DELRAY BEACH, FL 33445

Title: () Delete

Name: Address: City-St-Zip:

(X) Change () Addition Name: TELFORD, WORTHINGTON S III

FRIISDAHL, MICHAEL J

TORONTO, ON M4S 1A4 CA

130 MERTON STREET

130 MERTON STREET Address: City-St-Zip: TORONTO, ON M4S 1A4 CA

Title: (X) Change () Addition

JENNINGS, JAMES J Name:

DPAS

DVPS

300 PRINCESS ROAD, PARKWAY ONE Address: City-St-Zip: MANCHESTER, UK M147QU UK

Title: (X) Change () Addition

MCMAHON, GREGORY J Name:

Address: 300 PRINCESS ROAD, PARKWAY ONE City-St-Zip: MANCHESTER, UK M147QU UK

Title: () Change (X) Addition

BLOODWORTH, JOHN M Name:

Address: 300 PRINCESS ROAD, PARKWAY ONE City-St-Zip: MANCHESTER, UK M147QU UK

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

VΡ SIGNATURE: WORTHINGTON S TELFORD III

02/27/2004