

P20101



ACCOUNT NO. : 072100000032

REFERENCE : 152892 5013069

AUTHORIZATION :

COST LIMIT :

\$ 35.00

Patricia Pizut

ORDER DATE : March 2, 1999

ORDER TIME : 10:17 AM

ORDER NO. : 152892-045

100002797311--3

CUSTOMER NO: 5013069

CUSTOMER: Ms. Lori Bazzoni
World Duty Free Americas, Inc.
63 Copps Hill Road

Ridgefield, CT 06877

FOREIGN FILINGS

NAME: INFLIGHT DUTY FREE SHOP, INC.

XX PROFIT
XXXX AMENDMENT

XX CORPORATE

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
XX PLAIN STAMPED COPY

CONTACT PERSON: Tamara Odom

FILED
99 MAR -8 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 MAR -8 AM 11:27
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

See 3/8

PROFIT CORPORATION

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I

(1-3 must be completed)

1. INFLIGHT DUTY FREE SHOP, INC.

Name of corporation as it appears on the records of the Department of State.

2. NEW YORK

Incorporated under the laws of

3. July 18, 1988

Date authorized to do business in Florida

FILED
99 MAR - 8 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION II

(4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? September 2, 1998

5. World Duty free Inflight, Inc.

Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

n/a

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

n/a

New Jurisdiction

Lawrence Caputo
Signature
Lawrence Caputo
Typed or printed name

February 18, 1999
Date
Vice President & Corp Secretary
Title

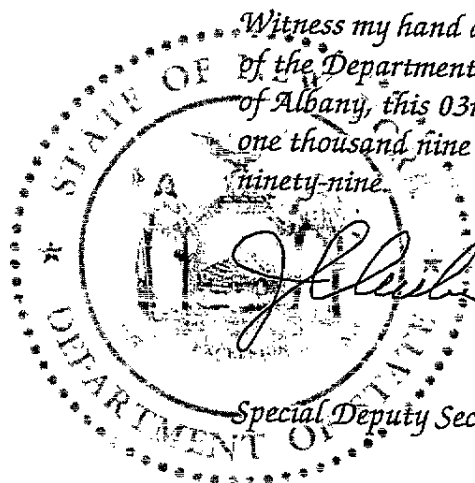
State of New York } **ss:**
Department of State

I hereby certify, that the certificate of incorporation of WORLD DUTY FREE INFLIGHT, INC. was filed on 02/24/1984, under the name of IN-FLIGHT DUTY FREE SHOPS, INC., with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment IN-FLIGHT DUTY FREE SHOPS, INC., changing name to INFLIGHT DUTY FREE SHOP, INC., was filed 07/09/1986.

A Certificate of Amendment INFLIGHT DUTY FREE SHOP, INC., changing name to WORLD DUTY FREE INFLIGHT, INC., was filed 09/02/1998.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 03rd day of March
one thousand nine hundred and
ninety-nine



[Signature]
Special Deputy Secretary of State

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