FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

CORPORATION
ANNUAL REPORT
1995

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

APPROVED
AND
FILED
95 MAY -1 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

DOCUMENT # P93000088583 (8)

1. Corporation Name
T. G. MAX ENTERPRISES, INC.

Principal Place of Business
4901 GULF SHORE BLVD., #2202
NAPLES FL 33940

Mailing Address
4901 GULF SHORE BLVD., #2202
NAPLES FL 33940

3. Date Incorporated or Qualified: 01/01/1994
3a. Date of Last Report:

2. Principal Place of Business
21
Suite, Apt. #, etc.
22
City & State
23
Zip 24 Country 25

2a. Mailing Address
26
Suite, Apt. #, etc.
27
City & State
28
Zip 29 Country 30

4. FEI Number: 65-0492088 ☐ Applied For ☐ Not Applicable
5. Certificate of Status Desired ☐ $8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution ☐ $5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032 Florida Statutes. ☐ Yes ☒ No

9. Name and Address of Current Registered Agent

GRIFFEY, ROGER
6371-4 PRESIDENTIAL COURT
FT. MYERS FL 33919

10. Name and Address of New Registered Agent

81 Name:
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City FL 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.

SIGNATURE

12. OFFICERS AND DIRECTORS

TITLE D
NAME DOBRILLA, GERALD J
STREET ADDRESS 4901 GULF SHORE BLVD., #2202
CITY-ST-ZIP NAPLES FL 33940

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

13. ADDITIONS / CHANGES TO OFFICERS AND DIRECTORS IN 12

1 TITLE ☐ Change ☐ Addition
1 NAME
1 STREET ADDRESS
1 CITY-ST-ZIP

2 TITLE ☐ Change ☐ Addition
2 NAME
2 STREET ADDRESS
2 CITY-ST-ZIP

3 TITLE ☐ Change ☐ Addition
3 NAME
3 STREET ADDRESS
3 CITY-ST-ZIP

4 TITLE ☐ Change ☐ Addition
4 NAME
4 STREET ADDRESS
4 CITY-ST-ZIP

5 TITLE ☐ Change ☐ Addition
5 NAME
5 STREET ADDRESS
5 CITY-ST-ZIP

6 TITLE ☐ Change ☐ Addition
6 NAME
6 STREET ADDRESS
6 CITY-ST-ZIP

14. I the undersigned certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my 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 in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

APRIL 27, 1995
Date

813-649-0681
Daytime Phone #

FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

CORPORATION
ANNUAL REPORT
1995

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

APPROVED AND FILED
[illegible] 12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # F94000000053 (8)

1. Corporation Name
RESORT & COUNTRY CLUB MANAGEMENT CORP.

Principal Place of Business
122 EAST 42ND ST.
NEW YORK NY 10168

Mailing Address
122 EAST 42ND ST.
NEW YORK NY 10168

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business
21
Suite, Apt. # etc.
22
City & State
23
Zip
24
Country
25

2a. Mailing Address
26
Suite, Apt. # etc.
27
City & State
28
Zip
29
Country
30

3. Date Incorporated or Qualified: 01/04/1994

3a. Date of Last Report:

4. FEI Number: APPLIED FOR 65-0455761

☐ Applied For
☐ Not Applicable

5. Certificate of Status Desired ☐ **$8.75** Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution ☐ **$5.00** May Be Added to Fees

8. This corporation is liable for intangible tax under s. 199.032, Florida Statutes ☐ Yes ☐ No

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City FL
85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.

SIGNATURE
Registered Agent Signature | Date

12. OFFICERS AND DIRECTORS

TITLE	DPS
NAME	KASKEL, HOWARD
STREET ADDRESS	122 EAST 42ND ST.
CITY-ST-ZIP	NEW YORK NY 10168
TITLE	DVT
NAME	KASKEL, WILLIAM
STREET ADDRESS	122 EAST 42ND ST.
CITY-ST-ZIP	NEW YORK NY 10168
TITLE	
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	
NAME	
STREET ADDRESS	
CITY-ST-ZIP	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE		☐ Change ☐ Addition
12 NAME		
13 STREET ADDRESS		
14 CITY-ST-ZIP		
21 TITLE		☐ Change ☐ Addition
22 NAME		
23 STREET ADDRESS		
24 CITY-ST-ZIP		
31 TITLE	P/V	☐ Change ☒ Addition
32 NAME	BLUM, BRUCE	
33 STREET ADDRESS	122 East 42nd Street	
34 CITY-ST-ZIP	New York, NY 10168	
41 TITLE		☐ Change ☐ Addition
42 NAME		
43 STREET ADDRESS		
44 CITY-ST-ZIP		
51 TITLE		☐ Change ☐ Addition
52 NAME		
53 STREET ADDRESS		
54 CITY-ST-ZIP		
61 TITLE		☐ Change ☐ Addition
62 NAME		
63 STREET ADDRESS		
64 CITY-ST-ZIP		

14. I hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my 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 in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

5/1/95
Date

212-557-3300
Daytime Phone #

FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

CORPORATION
ANNUAL REPORT
1995

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # F94000000298 (9)

1. Corporate Name
EMERY WORLDWIDE AIRLINES, INC.

Principal Place of Business
3350 W. BAYSHORE RD
PALO ALTO CA 94300

Mailing Address
3350 W. BAYSHORE RD
PALO ALTO CA 94303

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 01/21/1994
3a. Date of Last Report:

2. Principal Place of Business
21
22 Suite, Apt. # etc.
23 City & State
24 Zip
25 Country

2a. Mailing Address
26 P. O. Box 3038
27 Suite, Apt. # etc.
28 City & State: Portland, OR 97208
29 Zip
30 Country

4. FEI Number: 77-0054028 ☐ Applied For ☐ Not Applicable

5. Certificate of Status Desired ☐ **$8.75** Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution ☐ **$5.00** May Be Added to Fees

8. This corporation has liability for intangible tax under S. 199.032 Florida Statutes ☒ Yes ☐ No

9. Name and Address of Current Registered Agent

THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYS ST.
SUITE 105
TALLAHASSEE FL 32301

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City FL
85 Zip Code

11. Pursuant to the provisions of sections 607.0502, and 607.1508, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of section 607.0505, Florida Statutes.

SIGNATURE

12.	OFFICERS AND DIRECTORS	13.	ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
TITLE	P	1. TITLE	☐ Change ☐ Addition
NAME	CURRY, W. ROGER	1. NAME	SEE ATTACHED LISTING
STREET ADDRESS	3350 W. BAYSHORE RD.	1. STREET ADDRESS	
CITY-ST-ZIP	PALO ALTO CA 94303	1. CITY-ST-ZIP	
TITLE	VT	2. TITLE	☐ Change ☐ Addition
NAME	KELLY, EDWARD J	2. NAME	
STREET ADDRESS	3350 W. BAYSHORE RD.	2. STREET ADDRESS	
CITY-ST-ZIP	PALO ALTO CA 94303	2. CITY-ST-ZIP	
TITLE	S	3. TITLE	☐ Change ☐ Addition
NAME	BOONSTOPPEL, MARYLA R	3. NAME	
STREET ADDRESS	3240 HILLVIEW AVE.	3. STREET ADDRESS	
CITY-ST-ZIP	PALO ALTO CA 94304	3. CITY-ST-ZIP	
TITLE	AS	4. TITLE	☐ Change ☐ Addition
NAME	SEELEY, PHILLIP W	4. NAME	
STREET ADDRESS	1710 N.W. 21ST ST.	4. STREET ADDRESS	
CITY-ST-ZIP	PORTLAND OR 97209-1797	4. CITY-ST-ZIP	
TITLE	AS	5. TITLE	☐ Change ☐ Addition
NAME	WRIGHTSON, ROBERT E	5. NAME	
STREET ADDRESS	3240 HILLVIEW AVE.	5. STREET ADDRESS	
CITY-ST-ZIP	PALO ALTO CA 94304	5. CITY-ST-ZIP	
TITLE	AT	6. TITLE	☐ Change ☐ Addition
NAME	MORRISON, DAVID F	6. NAME	
STREET ADDRESS	3240 HILLVIEW AVE.	6. STREET ADDRESS	
CITY-ST-ZIP	PALO ALTO CA 94304	6. CITY-ST-ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my 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 in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Howard A. Young 4-21-95 (415) 494-2900
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #

FPK-298

Directors and Officers
Emery Worldwide Airlines, Inc

10/04/94

DIRECTORS:

David I. Beatson — Director
SSN : 268-44-4531
Primary : 3350 W. Bayshore Road
Address : Palo Alto, CA 94303

Edward J. Kelly — Director
SSN : 170-34-5885
Primary : 3350 W. Bayshore Road
Address : Palo Alto, CA 94303

William F. McDonald — Director
SSN : 122-24-5959
Primary : 3350 W. Bayshore Road
Address : Palo Alto, CA 94303

Donald E. Moffitt — Director
SSN : 304-30-0862
Primary : 3240 Hillview Avenue
Address : Palo Alto, CA 94304

Gregory L. Quesnel — Director
SSN : 544-44-9555
Primary : 3240 Hillview Avenue
Address : Palo Alto, CA 94304

Willard H. Scherrer, Jr. — Director
SSN : 357-32-6030
Primary : One Emery Plaza
Address : Dayton Internat'l Airport
Vandalia, OH 45377

Eberhard G.H. Schmoller — Director
SSN : 567-58-0007
Primary : 3240 Hillview Avenue
Address : Palo Alto, CA 94304

F911-298

Emery Worldwide Airlines, Inc.

OFFICERS:

Donald E. Moffitt SSN : 304-30-0862 Primary : 3240 Hillview Avenue Address : Palo Alto, CA 94304	Chairman of the Board
David I. Beatson SSN : 268-44-4531 Primary : 3350 W. Bayshore Road Address : Palo Alto, CA 94303	President and Chief Executive Officer
Willard H. Scherrer, Jr. SSN : 357-32-6030 Primary : One Emery Plaza Address : Dayton Internat'l Airport Vandalia, OH 45377	Senior Vice President and General Manager
Edward J. Kelly SSN : 170-34-5885 Primary : 3350 W. Bayshore Road Address : Palo Alto, CA 94303	Vice President, Controller and Treasurer
William F. McDonald SSN : 122-24-5959 Primary : 3350 W. Bayshore Road Address : Palo Alto, CA 94303	Vice President, Corporate Counsel and Assistant Secretary
Maryla R. Boonstoppel SSN : 541-52-2479 Primary : 3240 Hillview Avenue Address : Palo Alto, CA 94304	Secretary
Ronald L. Axon SSN : 499-46-0658 Primary : 1717 N.W. 21st Street Address : Portland, OR 97209	Assistant Secretary
Eberhard G.H. Schmoller SSN : 567-58-0007 Primary : 3240 Hillview Avenue Address : Palo Alto, CA 94304	Assistant Secretary
Gary D. Taliaferro SSN : 444-44-3198 Primary : 1717 N.W. 21st Avenue Address : Portland, OR 97209-1797	Assistant Secretary

F94- 298

Emery Worldwide Airlines, Inc.

David F. Morrison	Assistant Treasurer

SSN : 560-88-8086
Primary : 3240 Hillview Avenue
Address : Palo Alto, CA 94304

Howard A. Young	Assistant Treasurer

SSN : 570-58-6208
Primary : 3240 Hillview Avenue
Address : Palo Alto, CA 94304