

Charter Number Only

P 95000004365

VERIFICATION ONLY

Requestor's Name  
Jack Baum  
Address  
1515 2<sup>nd</sup> Avenue Dr.  
Orlando, FL 32811  
City State ZIP Phone  
752-1712

700001982947  
-01/18/95--01067--004  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

CULT INTERNATIONAL OPERATOR INC

FILED  
JAN 18 PM 11:50  
CLERK OF STATE  
TALLAHASSEE, FLORIDA



EMPIRE Toll Free: 1-800-432-3028

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment          | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Foreign            | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Dissolution        | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Annual Report      | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation               | <input type="checkbox"/> Photo Copies       | <input type="checkbox"/> Certificate Under Seal     |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready    | <input type="checkbox"/> After 4:30                 |
| <input type="checkbox"/> Call If Problem           | <input type="checkbox"/> Will Wait          | <input type="checkbox"/> Mail Out                   |
| <input checked="" type="checkbox"/> Walk In        | <input checked="" type="checkbox"/> Pick Up |   |

Name
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Verifier
Acknowledgment
W.P. Verifier

H.S.M.C. JAN 18 1995

CERTIFIED COPY

ARTICLES OF INCORPORATION  
OF  
CWI INTERNATIONAL OPERATOR, INC.

FILED  
JUN 18 1959  
U.S. DEPT. OF COMMERCE  
RECORDS & COMMUNICATIONS DIVISION

ARTICLE I - NAME

The name of this corporation is CWI International Operator, Inc.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value \$ 1.00 per share.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is C/O Sims Communications, Inc. 3333 South Congress Avenue, Suite 401, Delray Beach, Florida 33445 and the name of the initial registered agent of this corporation at that address is Bruce S. Schames.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time to time by the bylaws but shall never be less than one ( 1 ).

The name and address of the initial director and officer of this corporation is:

Bruce S. Schames	Pres/ Treas	c/o Sims Communications
		3337 South Congress Avenue
		Delray Beach, Florida

ARTICLE VII - INDEMNIFICATION

This Corporation shall have the power to indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - AMENDMENT

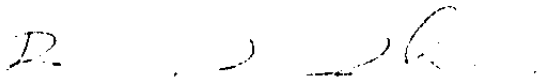
This Corporation reserves the right to amend or appeal any provision in the Article of Incorporation, or any amendment thereto and any right conferred upon the shareholders is subject to this reservation.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

Bruce S. Schames  
c/o Sims Communications, Inc.  
3333 South Congress Avenue, Suite 401  
Delray Beach, Florida 33445

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 13th day of January 1995.



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Bruce S. Schames

Certificate designating place of business or domicile for the service of process within this state, naming agent upon whom process may be served.

In pursuance of Chapter 48.091, Florida statutes, the following is submitted, in compliance with said act:

First - That CWI International Operator, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Delray Beach, County of Palm Beach, State of Florida has named Bruce S. Schames at 3333 South Congress Avenue, Suite 401, Delray Beach, Florida 33445 as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By B. S. Schames

Bruce S. Schames

**PLACE OF BUSINESS AND CORPORATE OFFICE:**

The corporate office and place of business is 3333 South Congress Avenue, Suite 401, Delray Beach, Florida 33445.

FILED  
95 JAN 18 PM 11:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA