

**P9500006044**

DAVID A. LUCZAK  
ATTORNEY AT LAW, PA



Attorney at Law  
and  
Counselor

Suite 103  
3233 East Bay Drive  
Largo, Florida 34641-1900  
Telephone: (813) 531-8989  
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EFFECTIVE DATE

1-13-95

January 13, 1995

TRANSMITTED BY FEDERAL EXPRESS - AIRBILL NO. 4168851621

Secretary of State  
Division of Corporations  
Box 6327  
Tallahassee, FL 32314

RE: Four Horizons, Inc.

Gentlemen:

Enclosed please find an original and one (1) copy of Articles of Incorporation for the above-referenced profit corporation. Please file these Articles and return a certified copy of same to this office. A check for \$122.50 for the filing fee is enclosed.

Thank you.

Sincerely yours,

DAVID A. LUCZAK, ATTORNEY AT LAW, PA

David A. Luczak

DAL:lsk

Enclosure

FILED  
95 JAN 19 PM 12:38  
TALLAHASSEE, FLORIDA

400001385074  
-01/20/95--01033--009  
\*\*\*\*122.50 \*\*\*\*122.50

D. BROWN JAN 24 1995

EFFECTIVE DATE  
1-13-95

FILED  
95 JAN 19 PM 12:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*ARTICLES OF INCORPORATION*

*OF*

**FOUR HORIZONS, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I**

**NAME:** The name of this corporation is FOUR HORIZONS, INC.

**ARTICLE II**

**DURATION:** This corporation shall have perpetual existence and shall begin its existence on the date of execution and acknowledgment of these Articles.

**ARTICLE III**

**PURPOSE:** This corporation is organized for the following purposes:

- A. To design, market, solicit, promote and sell travel clubs, travel packages and travel programs;

B. To conduct the transaction of any or all lawful business which the corporation may be permitted to conduct under the laws of the State of Florida;

C. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchise, patents, copyrights, trademarks and licenses in the State of Florida and in all other states and countries;

D. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness as required;

E. To purchase the corporate assets of any other corporation and engage in the same or other character of business;

F. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida or any other government, and while the owner of such

stocks, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

#### ARTICLE IV

**CAPITAL STOCK:** This corporation is authorized to issue 1,000 shares of ONE (\$1.00) DOLLAR par value common stock, which shall be designated "Common Shares".

Capital stock may be paid for in cash, services or tangible or intangible property at a just value as may be fixed by the Board of Directors of the corporation without reduction being accomplished by any action requiring or making an amendment to these Articles of Incorporation.

#### ARTICLE V

**PREFERENCES, LIMITATIONS AND RIGHTS OF SHARES OF CAPITAL STOCK:**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

#### ARTICLE VI

**APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER:** The approval of the shareholders of this corporation to any plan of merger shall

be required in every case, whether or not such approval is required by law.

#### ARTICLE VII

**PREEMPTIVE RIGHTS:** Every shareholder, upon the same for cash or 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 VIII

**INITIAL REGISTERED OFFICE AND AGENT:** The street address of the initial registered and principal office of this corporation is:

13191 Starkey Road North, Suite 3, Seminole, Florida 34646.

The name of the initial registered agent of this corporation is:

CHRIS McCAUGHNA  
13191 Starkey Road North  
Suite 3  
Seminole, Florida 34646

#### ARTICLE IX

**INITIAL BOARD OF DIRECTORS:** This corporation shall have two (2) directors initially. The number of directors may be either

increased or diminished from time to time by the by-laws, but shall never be less than one (1). The names and addresses of the initial Directors of this corporation are:

CHRIS McCAUGHINA  
13191 Starkey Road North  
Suite 3  
Largo, Florida 34643

JOHN McCAUGHINA  
13191 Starkey Road North  
Suite 3  
Largo, Florida 34643

#### ARTICLE X

**INCORPORATORS:** The names and addresses of the persons signing these Articles are:

CHRIS McCAUGHINA  
13191 Starkey Road North  
Suite 3  
Largo, Florida 34643

JOHN McCAUGHINA  
13191 Starkey Road North  
Suite 3  
Largo, Florida 34643

#### ARTICLE XI

**BYLAWS:** The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

### ARTICLE XII

*CUMULATIVE VOTING:* At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

### ARTICLE XIII

*SHAREHOLDER QUORUM AND VOTING:* Fifty-One (51%) percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one (51%) percent of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

### ARTICLE XIV

*POWERS:* This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XV

*MEETING BY CONFERENCE TELEPHONE:* Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XVI

*ACTION BY DIRECTORS WITHOUT A MEETING:* The directors of this corporation may take action by written consent, as provided by law.

ARTICLE XVII

*INDEMNIFICATION:* This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XVIII

*AMENDMENT:* This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereof, and any right conferred upon the shareholders is subject to this reservation.



IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 13th day of January, 1995.

  
CHRIS McCAUGHINA

  
JOHN McCAUGHINA

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared CHRIS McCAUGHINA and JOHN McCAUGHINA, who are personally known to me and did not take an oath, and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid, this 13th day of January, 1995.

  
Notary Public

My commission expires:

Dec 18, 1998



ALISON E SCHORGER  
My Commission CC427288  
Expires Dec 18 1998  
Bonded by HAI  
800-422 1555

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

**FILED**  
25 JAN 19 PM 12:38  
TALLAHASSEE, FLORIDA

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

FOUR HORIZONS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Clearwater, County of Pinellas, State of Florida, has named CHRIS McCAUGHNA, located at 13191 - Starkey Road North, Suite 3, Largo, Florida 34643, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

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 provisions of said Act relative to keeping open said office.

  
CHRIS McCAUGHNA

DATE: January 13, 1995

P95000006044

Attorney at Law  
and  
Counselor

**DAVID A. LUCZAK**  
Attorney at Law, P.A.

3233 East Bay Drive, Suite 103  
Largo, Florida 34641-1900  
Telephone: 813-531-8989  
Facsimile: 813-536-8185

July 7, 1995

Secretary of State  
Division of Corporations  
Box 6327  
Tallahassee, FL 32314

RE: Four Horizons, Inc.

Gentlemen:

This office represents the officers and directors of Four Horizons, Inc. Please change the business address for the corporation to 8050 Seminole Mall, Suite 230, Seminole, Florida 34642. I would appreciate your confirming this change with our office. -sent corichr fax

Thank you.

Sincerely yours,

DAVID A. LUCZAK, ATTORNEY AT LAW, PA

David A. Luczak

DAL:lsk

cc: Four Horizons, Inc.

JW  
7-10-95

P 9500000 6044

Attorney at Law  
and  
Counselor  
- DAVID A. LUCZAK  
ATTORNEY AT LAW, P.A.  
Suite 103  
3233 East Bay Drive  
Largo, Florida 34641-1900

600001546346  
07/26/95 01081-005  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

OFFICE USE ONLY

FILED  
95 JUL 26 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Four Horizons, Inc  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input checked="" type="checkbox"/>	Change of Registered Agent <u>Office</u>
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

N. HENDRICKS AUG 3 1995

Examiner's Initials

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT  
OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes,  
the undersigned corporation organized under the laws of the State of Florida  
submits the following statement in order to change its registered office or registered agent, or  
both, in the State of Florida.

1a. The name of the corporation is: FOUR HORIZONS, INC.

1b. The mailing address of the corporation is: 8050 Seminole Mall, Suite 230,  
Seminole, FL 34642

1c. Date of incorporation: 1/13/95 Document number: P95000006044

2. The name and address of the current registered agent and office:

CHRIS McCAUGHNA  
13191 Starkey Road North, Suite 3  
Seminole, FL 34646

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

CHRIS McCAUGHNA  
8050 Seminole Mall, Suite 230  
Seminole, FL 34642

The street address of its registered office and the street address of the business office of its  
registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer  
so authorized by the board.

CHRIS McCAUGHNA  
(Signature of an officer, chairman or  
vice chairman of the board)

July 18, 1995  
(Date)

CHRIS McCAUGHNA, President

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated  
corporation, 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 relative to the proper and complete  
performance of my duties, and I am familiar with and accept the obligation of my position as  
registered agent.

CHRIS McCAUGHNA  
(Signature of Registered Agent)

July 18, 1995  
(Date)

If signing on behalf of an entity:

CHRIS McCAUGHNA  
(Typed or Printed Name)

President  
(Capacity)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

FILING FEE: \$35.00

FILED  
95 JUL 26 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA