

CORPORATION INFORMATION  
SERVICES, INC.  
1201 HAYS STREET  
TALLAHASSEE, FL 32310  
904-222-9171  
904-222-0193 FAX

**CSC networks**

MAIL TO:  
P.O. BOX 5828  
TALLAHASSEE, FL 32314

800-342-8086

**P95000010772**

95 FEB -8 PM 3:34

DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 540256 5310A

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$ 122.50

ORDER DATE : February 8, 1995

ORDER TIME : 10:33 AM

ORDER NO. : 540256

CUSTOMER NO: 5310A

000001401040

CUSTOMER: Amy Eckard, Legal Assistant  
FOWLER WHITE GILLEN BOGGS  
VILLAREAL & BANKER, P.A.  
501 E. Kennedy Blvd., ste. 1700  
P.o. Box 1438  
Tampa, FL 33602

DOMESTIC FILING

OK to file  
2-8 1:58.

**P95000010772**  
NAME: IN THE WORLD, INC.

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol J. Davis

EXAMINER'S INITIALS:

*(H, same)*

*2-8-95*  
*02/A*

FILED  
95 FEB -8 PM 4:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**IN THE WORLD, INC.**

95 FEB -8 PM 4: 14  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I**  
**Name and Address**

The name of the Corporation shall be IN THE WORLD, INC. and its mailing address is c/o William J. Flynn, Post Office Box 1438, Tampa, Florida 33601.

**ARTICLE II**  
**Purpose and Powers**

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

**ARTICLE III**  
**Term of Existence**

The corporation shall have perpetual existence.

**ARTICLE IV**  
**Capital Stock**

The authorized capital stock of the Corporation shall be 1,000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE V**  
**Preemptive Rights Granted**

Each shareholder of the Corporation shall have the first right to purchase shares of the Corporation or securities convertible into such shares of the same class, kind or series as that which the shareholder already holds that may from time to time be issued (whether or not presently authorized), including shares from the treasury of the Corporation, in the ratio that

the number of shares he holds at the time of issue bears to the total number of shares outstanding exclusive of treasury shares. Any such preemptive right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the Corporation stating its prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the Corporation within thirty (30) days of receipt of notice from the Corporation.

## **ARTICLE VI** **Board of Directors**

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The initial Board of Directors of the Corporation shall consist of two (2) Directors, whose names and addresses are as follows:

<u>Name</u>	<u>Address</u>
Jean Pierre Blavet	La Chateliere 44120 Vertou, Loire-Atlantique, France
Pascale Blavet	La Chateliere 44120 Vertou, Loire-Atlantique, France

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

## **ARTICLE VII** **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 principal among any number of such candidates.

## **ARTICLE VIII** **Bylaws**

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended, or repealed only by the shareholders.

#### **ARTICLE IX** **Amendments**

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

#### **ARTICLE X** **Registered Office and Agent**

Section 1. The street address of the initial registered office of the Corporation shall be 1201 Hays Street, Tallahassee, Florida 32301.

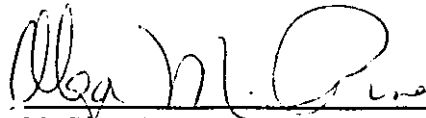
Section 2. The name of the initial registered agent of the Corporation located at said address shall be Corporation Information Services, Inc.

#### **ARTICLE XI** **Incorporator**

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Olga M. Pina	Post Office Box 1438 Tampa, Florida 33601

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.

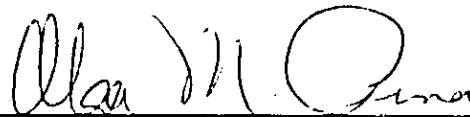
  
\_\_\_\_\_  
Olga M. Pina, Incorporator

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

FILED  
FEB -8 PM 4:14  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

In compliance with Section 48.091, Florida Statutes, the following is submitted:

IN THE WORLD, INC. has named Corporation Information Services, Inc., located at 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida, as its agent to accept service of process within Florida.




Olga M. Pina, Incorporator

Date 2/7/95

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

CORPORATION INFORMATION  
SERVICES, INC.

  
Registered Agent, Gail Shelby

Date 2-8-95