

P95000017888

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DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000
FROM: EMPIRE CORPORATION, KID COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H95000002438))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: ROUND THE WORLD, INC.

FAX AUDIT NUMBER: H95000002438
DATE REQUESTED: 03/02/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 0
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 11:18:01
CERTIFICATE OF STATUS: 0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
1995-5617

201-1-52



FLORIDA DEPARTMENT OF STATE

Sandra B. Mostham
Secretary of State

March 2, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: ROUND THE WORLD, INC.
REF: W95000004712

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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Loria Poole
Corporate Specialist

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Letter Number: 495A00009478

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

PREPARED BY:
SERGIO MASSA, ACCOUNTANT
BUSINESS AUTHORITY CORP.
8347 S.W. 40th ST.
MIAMI, FL 33155
TEL: (305) 220-3422

ARTICLES OF INCORPORATION OF
ROUND THE WORLD OF MIAMI, INC.

ARTICLE I NAME

The name of this corporation is ROUND THE WORLD OF MIAMI, INC.

ARTICLE II DURATION

This corporation shall have perpetual existance commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 per value common stock which shall be designated "Common Shares".

ARTICLE V PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI LOCATION

The Street, Address, City, County and State in which the principal offices of the corporation are to be located are 4923 McKinley Street, Broward County, Hollywood, Florida 33021. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

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ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time in accordance with By-Laws adopted by the stockholders. The names and addresses of the Initial Board of Directors of this corporation are:

NAME	ADDRESS
Elias Nassr President, Treasurer	4923 McKinley Street Hollywood, FL 33021
Luz Blanco V.P., Secretary	4923 McKinley Street Hollywood, FL 33021

ARTICLE VIII SUBSCRIBERS

The names and street addresses and the number of shares of stock subscribed to by each person signing these Articles of Incorporation are:

NAME	ADDRESS	NO OF SHARES
Elias Nassr	4923 McKinley Street Hollywood, FL 33021	704
Luz Blanco	4923 McKinley Street Hollywood, FL 33021	304

ARTICLE IX AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE X LIMITATIONS ON CORPORATE STOCK

1. No shareholder can enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.
2. If any officer, shareholder, agent or employee of this corporation who has been rendering professional services to the public becomes legally disqualified to render such services within the State of Florida, or is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional services, he shall sever all employment with, and financial interest in the corporation.
3. No shareholder of the Corporation may sell or transfer his stock in this corporation except to another individual who is eligible to be a shareholder of the corporation.

ARTICLE XI INDEMNIFICATION

The corporation shall indemnify any officer or director, to the full extent permitted by law.

ARTICLE XII DISSOLUTION

The corporation may be dissolved at any time on the affirmative vote of the holders of at least two thirds (2/3) of the outstanding shares of the corporation entitled to vote thereon. On dissolution the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro-rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

ARTICLE XIII INITIAL REGISTERED OFFICE AND AGENT

The Street address of the initial registered office of this corporation is 4923 McKinley Street, Hollywood, FL. 33021 and the name of the initial registered agent of this corporation at that address is Elias Nassar.

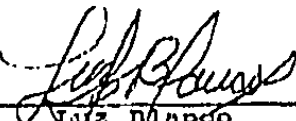
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to the capital stock here in above named for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Articles of Incorporation, here by declaring and certifying that the facts herein stated are true and do agree to take the number of shares herein above set forth and herunto set our hands and seals this 24th day of February, 1995.


Eliaz Nasser


Liz Blanco

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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:

1. Round the World of Miami, 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 Hollywood, State of Florida, has named Elias Naeer, located at 4923 McKinley, City of Hollywood, County of Broward, State of Florida, 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 the 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.

Eligible for Service
- Elias Naess

FLORIDA

05-10-17-6:33

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PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

<p>APPLICATION FOR REINSTATEMENT</p> <div style="display: flex; align-items: center;"> <div> <p>FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS</p> <p style="font-size: 2em; margin-left: 10px;">1996</p> </div> </div>		<p style="text-align: center;">FILED SECRETARY OF STATE DIVISION OF CORPORATIONS</p> <p style="text-align: center; font-size: 1.2em;">96 SEP 27 PM 1:32</p> <p style="text-align: center; font-size: 1.5em;">untn 10/15</p>																																	
<p>DOCUMENT # P95 000017 888</p> <p><small>1 Corporation Name</small></p> <p style="font-size: 1.2em;">ROUND THE WORLD OF HOLIDAY, INC.</p>		<p style="font-size: 1.2em;">600001976815--1</p> <p style="font-size: 0.8em;">-10/16/96--01052--002</p> <p style="font-size: 0.8em;">***375.00 ***375.00</p>																																	
<p><small>Mailing Address</small></p> <p><small>Principal Place of Business</small></p>		<p style="font-size: 1.2em;">DO NOT WRITE IN THIS SPACE</p>																																	
<p><small>If above addresses are incorrect in any way, line through incorrect information and enter correction below.</small></p>		<p><small>4 Date Incorporated or Qualified To Do Business in Florida</small></p> <p style="font-size: 1.2em;">03/06/95</p>																																	
<p><small>2. New Mailing Address, if Applicable</small></p> <p>4923 MCKINLEY ST.</p> <p><small>Suite, Apt. #, etc</small></p>	<p><small>3. New Principal Office Address, if Applicable</small></p> <p>4923 MCKINLEY ST.</p> <p><small>Suite, Apt. #, etc</small></p>	<p><small>5. FEI Number</small></p> <p style="font-size: 1.2em;">65-0562008</p>	<p><small>Applied For</small></p> <p><small>Not Application</small></p>																																
<p><small>City & State</small></p> <p>Hollywood FL</p> <p><small>Zip</small></p> <p>33021</p> <p><small>Country</small></p> <p>U.S.A.</p>	<p><small>City & State</small></p> <p>Hollywood FL</p> <p><small>Zip</small></p> <p>33021</p> <p><small>Country</small></p> <p>U.S.A.</p>	<p><small>6. CERTIFICATE OF STATUS DESIRED</small> <input type="checkbox"/> <small>\$0.75 Additional Fee required for a Certificate of Status</small></p>																																	
<p><small>7. Names and Street Addresses of Each Officer and/or Director (Florida non-profit corporations must list at least 3 directors)</small></p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">1</th> <th style="width: 30%;">2</th> <th style="width: 30%;">3</th> <th style="width: 30%;">4</th> </tr> <tr> <th><small>Title(s)</small></th> <th><small>Name of Officers and/or Directors</small></th> <th><small>Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)</small></th> <th><small>City / State / Zip</small></th> </tr> </thead> <tbody> <tr> <td>PTD</td> <td>ELIAS NASSR</td> <td>4923 MCKINLEY ST.</td> <td>Hollywood, FL 33021</td> </tr> <tr> <td>SVD</td> <td>LUZ BLANCO</td> <td>4923 MCKINLEY ST.</td> <td>Hollywood, FL 33021</td> </tr> <tr> <td>VD</td> <td>GUILLERMO DEL ANDO</td> <td>4923 MCKINLEY ST.</td> <td>Hollywood, FL 33021</td> </tr> <tr><td> </td><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td><td> </td></tr> </tbody> </table>				1	2	3	4	<small>Title(s)</small>	<small>Name of Officers and/or Directors</small>	<small>Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)</small>	<small>City / State / Zip</small>	PTD	ELIAS NASSR	4923 MCKINLEY ST.	Hollywood, FL 33021	SVD	LUZ BLANCO	4923 MCKINLEY ST.	Hollywood, FL 33021	VD	GUILLERMO DEL ANDO	4923 MCKINLEY ST.	Hollywood, FL 33021												
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VD	GUILLERMO DEL ANDO	4923 MCKINLEY ST.	Hollywood, FL 33021																																
<p><small>8. Name and Address of Current Registered Agent</small></p>		<p><small>9. Name and Address of New Registered Agent</small></p> <p style="font-size: 1.2em;">ELIAS NASSR</p> <p><small>Street Address (P.O. Box Number is Not Acceptable)</small></p> <p style="font-size: 1.2em;">4923 MCKINLEY ST.</p> <p><small>Suite, Apt. #, Etc.</small></p> <p><small>City</small> Hollywood <small>State</small> FL <small>Zip Code</small> 33021</p>																																	
<p><small>10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.</small></p> <p><small>Signature of Registered Agent</small> <i>Elias Nassr</i> <small>Date</small> 8/30/96</p> <p style="text-align: center;"><small>REGISTERED AGENT MUST SIGN</small></p>																																			
<p><small>11. If this corporation is a non-profit with I.R.S. 501(c)(3) tax exempt status, check this box</small> <input type="checkbox"/> <small>(See other side for additional information.)</small></p>																																			
<p><small>12. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes.</small> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> <small>(See other side for information on intangible tax.)</small></p>																																			
<p><small>13. 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)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., and that all fees owed by the corporation have been paid. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath</small></p>																																			
<p>SIGNATURE: <i>Elias Nassr</i> ELIAS NASSR, PRES. 8/30/96 (254) 9632928</p> <p style="font-size: 0.8em;"><small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR</small> <small>Date</small> <small>Daytime Phone #</small></p>																																			

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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: ROUND THE WORLD OF MIAMI, INC.
AUDIT NUMBER.....H97000015518
DOC TYPE.....BASIC AMENDMENT
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CERT. COPIES.....0

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TALLAHASSEE, FLORIDA

See 9/12 Amend

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF

ROUND THE WORLD OF MIAMI, INC.
(Charter# P95000017888)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

AMENDMENT ADOPTED TO ARTICLE VII:

The names and street addresses of the Directors are as follows:

NAME	ADDRESS
Luz Blanco President, Secretary	4923 McKinley Street Hollywood, FL. 33021

AMENDMENT ADOPTED TO ARTICLE VIII:

The names and street addresses of the Shareholders and the number of shares of stock are as follows:

NAME	ADDRESS	NO. OF SHARES
Luz Blanco President, Secretary	4923 McKinley Street Hollywood, FL. 33021	1004

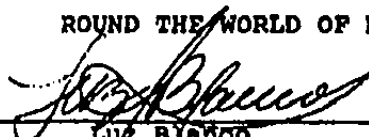
THE DATE OF THE ADOPTION OF THIS AMENDMENT IS: February 15th, 1997

THE AMENDMENT WAS APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT WAS SUFFICIENT FOR APPROVAL.

Signed this 15th day of February, 1997

ROUND THE WORLD OF MIAMI, INC.

By


Luz Blanco
President

PREPARED BY: SERGIO MASSA, ACCOUNTANT
BUSINESS AUTHORITY CORP.
8347 S.W. 40th ST.
MIAMI, FL 33155
TEL: (305) 220-3420

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O: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

ROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

AME: ROUND THE WORLD OF MIAMI, INC.

AUDIT NUMBER.....H97000015510

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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: ROUND THE WORLD OF MIAMI, INC.

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DOC TYPE.....BASIC AMENDMENT

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 10, 1997

ROUND THE WORLD OF MIAMI, INC.
333-B HARRISON ST
HOLLYWOOD, FL 33019US

SUBJECT: ROUND THE WORLD OF MIAMI, INC.
REF: P95000017888

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The current name of the entity is as referenced above. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H97000015518
Letter Number: 397A00046482