

P95000024282

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95 MAR 27 PM 12:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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OFFICE USE ONLY

Sunstate Research Assoc
(Requestor's Name)
PO Box 11271
(Address)
Tallahassee FL 32302
(City, State, Zip) (Phone #)

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

1. Cruise Management International, 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 *Stamped filed*

☒ Certificate of Status

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DIVISION OF CORPORATION

NEW FILINGS	
<input checked="" 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 type="checkbox"/>	Change of Registered Agent
<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

NANCY HENDRICKS MAR 28 1995

Examiner's Initials

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SECRETARY OF STATE
TALLAHASSEE, FLA.

ARTICLES OF INCORPORATION
OF

CRUISE MANAGEMENT INTERNATIONAL, INC.

The undersigned incorporator hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I

Name and Principal Office of Corporation

The name of this Corporation shall be Cruise Management International, Inc. The initial mailing address of the Corporation shall be 777 Arthur Godfrey Road, Suite 300, Miami Beach, Florida 33140.

ARTICLE II

Nature of Business

The general nature of the business and activities to be transacted and carried on by this Corporation is to transact all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, as hereafter amended and supplemented, and any successor statute thereto, as thereafter amended and supplemented.

The general purposes specified in the foregoing clauses of this Article shall, unless expressly limited, not be limited or restricted by reference to, or inference from, any provisions in this or any other Article of these Articles of Incorporation, shall be regarded as independent purposes and shall be construed as powers as well as purposes.

ARTICLE III

Stock

The total authorized capital stock of the Corporation shall be 10,000 shares of Common Stock, par value \$1.00 per share.

ARTICLE IV
Incorporator

The name and street address of the Incorporator of this Corporation is as follows:

Darryl B. Deaktor
White & Case
200 S. Biscayne Boulevard, Suite 4900
Miami, Florida 33131

ARTICLE V
Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI
Address of Registered Office and Registered Agent

The street address of the initial Registered Office of this Corporation in the State of Florida shall be White & Case, 200 South Biscayne Boulevard, Suite 4900, Miami, Florida 33131. The name of the initial Registered Agent of this Corporation at the above address shall be Darryl B. Deaktor.

ARTICLE VII
Number of Directors

The business of this Corporation shall be managed by a Board of Directors consisting of not fewer than one (1) but not more than seven (7) persons, the exact number to be determined from time to time in accordance with the By-Laws.

ARTICLE VIII
Initial Board of Directors

The names and street addresses of the members of the initial Board of Directors of this Corporation, who shall hold office until the First Annual Meeting of Shareholders, and thereafter until their successors are elected and have qualified, is as follows:

Philip Levine
777 Arthur Godfrey Road, Suite 300
Miami Beach, Florida 33140

ARTICLE IX
By-Laws

The Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the shareholders or Directors in any manner permitted by the By-Laws.

ARTICLE X
Financial Information

The Corporation shall not be required to file a balance sheet and a profit and loss statement in its registered office. This provision shall be deemed to have been ratified by the shareholders each fiscal year hereafter unless a resolution to the contrary has been adopted by the shareholders not later than four (4) months after the close of such year.

ARTICLE XI
Amendment

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original subscribing incorporator to the foregoing Articles of Incorporation, has hereunto set his hand and seal this ___ day of March, 1995.

By: 

Darryl B. Deaktor

CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE

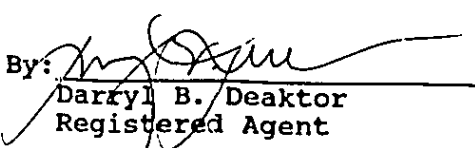
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Florida Statutes Sections
48.091 and 607.0501 the following is submitted:

Cruise Management International, Inc., desiring
to organize as a corporation under the laws of the State of
Florida, has designated White & Case, 200 South Biscayne
Boulevard, Suite 4900, Miami, Florida 33131, as its initial
Registered Office and has named Darryl B. Deaktor, located
at said address as its initial Registered Agent.

By: 
Darryl B. Deaktor
Incorporator

Having been named Registered Agent for the above
stated corporation, at the designated Registered Office,
the undersigned hereby accepts said appointment and agrees
to comply with the provisions of Florida Statutes Section
48.091 relative to keeping open said office. The
undersigned further agrees to comply with the provisions of
all statutes relating to the proper and complete
performance of the undersigned's duties, and the
undersigned is familiar with and accepts the obligations of
the undersigned's position as registered agent.

By: 
Darryl B. Deaktor
Registered Agent

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PRAGUE
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WARSAW

FIRST UNION FINANCIAL CENTER
200 SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131-2352
TELEPHONE: (1-305) 371-2700
FACSIMILE: (1-305) 358-5744

DIRECT DIAL: (305) 995-5203

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MEXICO CITY

September 22, 1995

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-09/26/95--01035--007
*****35.00 *****35.00

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

Re: Statement of Change of Registered Agent

Dear Sir or Madam:

Enclosed for filing is Statement of Change of Registered Agent of Cruise Management International, Inc. Also included is our check in the amount of \$35.00 for the fee for this filing. Kindly return to us in the envelope provided a stamped copy for our records.

Very truly yours,

Michele Beauvais-Wagoner
Michele Beauvais-Wagoner
Legal Assistant

Enclosure

cc: Darryl B. Deaktor

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95 SEP 25 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N. HENDRICKS SEP 29 1995

R.A. Change

Florida Department of State, Sandra B. Mortham, Secretary of State

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: Cruise Management International, Inc.

1b. The mailing address of the corporation is: 777 Arthur Godfrey Road, Suite 300,
Miami Beach, FL 33140

1c. Date of incorporation: 3/27/95 Document number: P95000024282

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

Darryl B. Deaktor
200 S. Biscayne Blvd., Suite 4900
Miami, FL 33131

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

Philip Levine
777 Arthur Godfrey Road, Suite 300
Miami Beach, FL 33140

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.

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

Philip Levine, 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.

(Signature of Registered Agent)

If signing on behalf of an entity:

(Typed or Printed Name)

(Date)

(Capacity)

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