

P96000007145

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 8327
Tallahassee, FL 32314

500001698455
-01/19/95--01079--0108
*****78.75 *****78.75

SUBJECT: Compass Rose Cruise Travel, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: Schneider & HEffner
Name (printed or typed)

1500 Corporate Blvd., Suite 301-West
Address

Boca Raton

City, State & Zip

(407) 241-5551

Daytime Telephone number

JAN 23 1995

RECEIVED
DIVISION OF STATE
CORPORATIONS
JAN 19 PM 4:39

NOTE: Please provide the original and one copy of the articles.

**SCHNEIDER
& HEFFNER**

Attorneys at Law

Harvey R. Schneider
Adam G. Heffner

TWO CORPORATE BOULEVARD, N.W.
SUITE 301 - WEST BUILDING
BOCA RATON, FLORIDA 33431
TELEPHONE (407) 241-5551
TELECOMMER (407) 241-5609

January 11, 1996

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Compass Rose Cruise Travel, Inc.

To whom it may concern:

Enclosed please find the Articles of Incorporation for the above-referenced together with our check in the sum of \$78.75 representing the required filing fee and certificate fee. Also enclosed is a copy of the Articles which we would appreciate your stamping "filed" and returning to us in the enclosed self-addressed, stamped envelope. We do not need a certified copy at this time.

If you have any questions regarding the enclosures or these instructions, please do not hesitate to contact me. Thank you for your assistance in this matter.

Very truly yours,

SCHNEIDER & HEFFNER



Lorie L. Lockerson, Real Estate
Paralegal to Harvey R. Schneider

/III
Enclosures

ARTICLES OF INCORPORATION

ARTICLE I

The name of this corporation is COMPASS ROSE CRUISE TRAVEL, INC.

ARTICLE II

The principal office and mailing address of the corporation is 11211 South Military Trail, Apt. 2922, Boynton Beach, Florida 33436.

ARTICLE III

The authorized stock shall consist of 1000 shares of common voting stock, which shall be all of the same class, with a par value of \$1.00 for each share. The consideration for shares shall be as established from time to time by the Board of Directors. Upon a dissolution, the shareholders shall be entitled to the net assets of the corporation as provided by law.

ARTICLE IV

The name of the initial registered agent of the corporation is MARION SORENSEN LOBDELL and the street address of the initial registered office of the corporation is 11211 South Military Trail, Apt. 2922, Boynton Beach, Florida 33436.

ARTICLE V

The name and address of the Incorporator and Director is MARION SORENSEN LOBDELL, 11211 South Military Trail, Apt. 2922, Boynton Beach, Florida 33436.

ARTICLE VI

The power to adopt the initial by-laws shall be vested in the initial Board of Directors.

ARTICLE VII

The purpose or purposes for which this corporation is organized shall be to transact any lawful business. The corporation shall be entitled to exercise all of the powers provided by law.

ARTICLE VIII

The corporation shall have perpetual existence unless dissolved pursuant to law.

ARTICLE IX

Pre-emptive rights of shareholders may either be provided for in the by-laws or by resolution of the Board of Directors.

ARTICLE X

The corporation shall have the power to indemnify directors and officers to the fullest extent permitted by law.

Dated this 11th day of January, 1996.

INCORPORATOR:


MARION SORENSEN LOBDELL

ACCEPTANCE BY REGISTERED AGENT:

The undersigned states that she is familiar with and does hereby accept and agree to abide by all of the obligations of acting and performing as Registered Agent for the corporation as required by law.

REGISTERED AGENT:


MARION SORENSEN LOBDELL

FILED
SECRETARY OF STATE
96 JAN 19 PM 4:40

FILED
SECRETARY OF STATE
96 JAN 19 PM 4:40

P96000007745

Compass Rose Cruise Travel, Inc.

11211 S. Military Trail, Suite 2922

Boynton Beach, FL 33436

Phone: (407) 375-9537

Fax: (407) 375-9192

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

amend

Attention: Amendments

February 8, 1996

Re: Compass Rose Cruise Travel, Inc. Article of Amendment

To whom it may concern:

400001713194
-02/13/96--01052--005
*****35.00 *****35.00

Enclosed please find Articles of Amendment for Compass Rose Cruise Travel, Inc. together with a check in the sum of \$35.00 representing the required filing fee. Also enclosed is a copy of the Amendment which we would appreciate your stamping "filed" and returning to our attorney: Harvey Schneider (at Schneider, Pearlstine & Heffner, 1900 Corporate Boulevard N.W., Suite 301 West Building, Boca Raton, FL 33431) in the enclosed addressed stamped envelope.

If you have any questions, please do not hesitate to contact me, or Harvey Schneider at (407) 241-5551. We thank you in advance for your cooperation.

Very truly yours,

Compass Rose Cruise Travel, Inc.

[Signature]
Marion Sorensen Lobdell

FILED
96 FEB 12 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

* 00789, 00547, 00672



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 15, 1996

Marlon Sorensen Lobdell
Compass Rose Cruise Travel, Inc.
11211 S. Military Trail, Suite 2922
Boynton Beach, FL 33436

SUBJECT: COMPASS ROSE CRUISE TRAVEL, INC.
Ref. Number: P96000007145

We have received your document for COMPASS ROSE CRUISE TRAVEL, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

If you have any questions concerning the filing of your document, please call (904) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 496A00006688

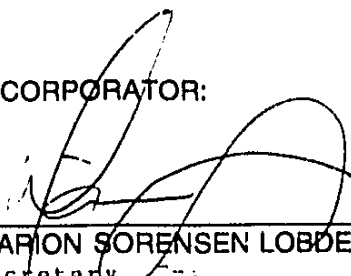
ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
COMPASS ROSE CRUISE TRAVEL, INC.

FILED
96 FEB 12 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the Corporation is COMPASS ROSE CRUISE TRAVEL, INC.
2. The following amendment is hereby adopted by the undersigned incorporator:
The corporation's existence shall begin as of January 17, 1996 as said date is within 5 business days prior to the date of actual filing which was January 19, 1996.
3. The shareholders unanimously agreed to the foregoing amendment by written consent on February 7, 1996. Said vote was sufficient for approval.

Dated this 7th day of February, 1996.

INCORPORATOR:


MARION SORENSEN LOBDELL
Secretary, Inc.