

000-142-0086



001.001011-1001, 0021.1000000-0012

REF ID: A74739 8/24/2011

百(月)日(日)日(日)日(日)

COPIES OF THE 2000-2001 401(k) Plan Document

CHINESE JOURNAL OF POLYMER SCIENCE, 1990.

000001737720

USCIB FILE # 102,397 (10)

GRAND TOTAL = 3747.99

TABLE 10.1. *Continued*

CHRISTOPHER: Randy S. Matayo, Legal Asst.
FORBANI & HARR

Suite 4000
100 S.W. 2nd Street
Miami, FL 33131

DOPESTIC FILTERING

NAME: VACATION SERVICES
INTERNATIONAL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
 XX _____ PLAIN STAMPED COPY
 _____ CERTIFICATE OF GOOD STANDING

96 MAR -8 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

96 MAR -8 AM 9:38

RECEIVED
JUN 28 1964
DIVISION OF CORPORATIONS

PH: 1-10

T. BROWN MAR 11 1996

**ARTICLES OF INCORPORATION
OF
VACATION SERVICES INTERNATIONAL, INC.**

96 MAR -8 AM 9:38
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

The name of this corporation is **VACATION SERVICES INTERNATIONAL, INC.**

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The period of duration of this corporation shall exist perpetually. The corporate existence shall commence upon filing of these Articles of Incorporation.

ARTICLE III

NATURE OF BUSINESS

The general character or nature of the business to be transacted by this Corporation is:

(a) To purchase, improve, develop, lease, exchange, sell, dispose of, and otherwise deal in and turn to account, real estate; to purchase, lease, build, construct, erect, occupy, and manage buildings and dwellings of every kind and character whatsoever; to finance the purchase, improvement, development, and construction of land and buildings and dwellings belonging to or to be acquired by this Corporation, or any other person, firm or corporation.

(b) To buy, sell, mortgage, exchange, lease, or hold for investment or otherwise, use and operate, real estate of all kinds, improved or unimproved, and any right or intent therein.

(c) To enter into, make, perform, and carry out contracts of every sort and kind which may be necessary or convenient for the business of this Corporation, or business of a similar nature, with any person, corporation, private, public or municipal body politic under the government of the United States or any state.

(d) To acquire, by purchase, lease, manufacture, or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held, or occupied by the corporation, and to invest, trade, and deal in any personal property deemed beneficial to the Corporation, and to lease, rent, encumber or dispose of any personal property at any time owned or held by the Corporation.

(e) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(f) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(g) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(h) To carry on any or all of its operations and businesses, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all of the general powers of like corporations.

(i) To engage in any and all lawful business, trades, occupations and professions.

(j) To do any and all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors, or otherwise, along, or in company with others, and to do and perform all such other things and acts as may be necessary, profitable, or expedient in carrying on any of the business or acts above named.

(k) To have and exercise all the powers and rights conferred by the laws of the State of Florida upon corporations of this kind, and to do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects or powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this Corporation; and to do any and all things hereinabove set forth, to the same extent as any natural person might or could do.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be anyway limited or restricted by reference to or inference from the terms of any other Articles, but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is 100 shares of common stock, each share having the par value of Ten Cents (\$.10).

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and non-assessable.

ARTICLE V

PREEMPTIVE RIGHTS

Shareholders of the Corporation shall not have preemptive rights.

ARTICLE VI

ADDRESS

The initial address of the principal office of this corporation is to be 10800 Biscayne Boulevard, Suite 705, North Miami, Florida 33161. 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.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The number of directors constituting its initial Board of Directors is One (1), whose name and address is: Bruce Kaye , 10800 Biscayne Blvd., Suite. 705, North Miami, Florida 33161.

ARTICLE VIII

INITIAL OFFICER

The name and address of the corporation's initial officer is : Bruce Kaye, President and Secretary, 10800 Biscayne Blvd., Suite 705, North Miami, Florida 33161.

ARTICLE IX

INITIAL REGISTERED AGENT AND OFFICE

The address of this Corporation's initial registered office is Popham, Halk, Schnobrich & Kaufman, Ltd., 4000 International Place, 100 S.E. Second Street, Miami, Florida 33131 and the name of this Corporation's initial registered agent is:

Robert E. Dady, Esq.
4000 International Place
100 S.E. Second Street
Miami, Florida 33131

ARTICLE X

INCORPORATOR

The name and address of the incorporator is:

Randy Sue Valove
4000 International Place
100 S.E. Second Street
Miami, Florida 33131

ARTICLE XI

SPECIAL PROVISION

It is the intent of the incorporator that the Corporation will qualify under Section 1244 of the Internal Revenue Code and that the Corporation will file as a Sub Chapter S Corporation.

ARTICLE XII

BY-LAWS

The power to adopt, alter, appeal, and repeal By-Laws of this Corporation shall be vested in the Board of Directors and the Shareholders.

ARTICLE XIII

INDEMNIFICATION

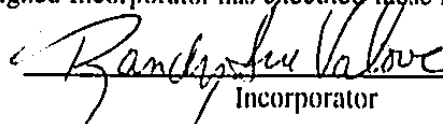
This Corporation shall indemnify to the full extent permitted by law any and all incorporators, directors, officers, employees or agents, or former directors, officers, employees or agents or persons who may have served at the request of the Corporation. Said indemnification shall include, but not be limited to, the expenses, including the costs of any judgments, fines, settlements, and attorney's fees actually and necessarily paid or incurred in connection with any action, suit or proceedings, and any appeals therefrom to which any such person or his representative may be made a party, or may be threatened to be made a party, by reason of being or having been an officer, director, employee, or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any rights to which any directors, officers, employees or agents may be entitled as a matter of law or which they may be lawfully granted.

ARTICLE XIV

AMENDMENT

This Corporation reserves the right to amend or appeal provisions contained in these Articles of Incorporation or any amendment thereto.

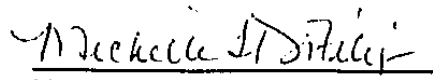
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 7th day of March, 1996.

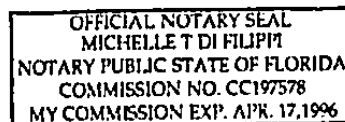

Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared RANDY SUE VALOVE who is to me well known to be the person described in and who subscribed the above Articles of Incorporation and she did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida this 7th day of March, 1996.


Notary Public, State of Florida
Print Name: MICHELLE T. DIFILIPPI
My Commission Expires:



FILED
96 MAR -8 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF REGISTERED AGENT

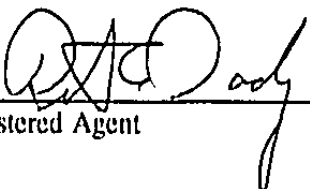
Pursuant to Chapter 607.325 of the Florida Statutes, the following is submitted, in compliance with said Act:

That VACATION SERVICES INTERNATIONAL, INC., desiring to incorporate under the laws of the State of Florida, has named ROBERT E. DADY, with an address of 4000 International Place, 100 S.E. Second Street, Miami, Florida 33131, as its agent to accept service of process within the State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-state corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and agree to comply with the provisions of said Act relative to keeping said office.

Dated this 7th day of March, 1996.



Registered Agent

10284781

P96000021699

Steven Michael LaBret, P.A.

LL.M. IN TAXATION
ALSO ADMITTED IN LOUISIANA
AND MICHIGAN BARS

501 NORTH MAGNOLIA AVENUE
SUITE A
ORLANDO, FLORIDA 32801
(407) 422-5019

FAX NO.
(407) 649-4719

May 9, 1996

200001821822
-05/15/96--01025--013
*****35.00 *****35.00

Ms. Jo Maynard, Supervisor
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Vacation Services International, Inc.
General File: 483-B-0011

Dear Ms. Maynard:

Enclosed please find Statement of Change of Registered Office and
Registered Agent in the above-referenced matter and a check in the
amount of \$35.00 to cover the cost of filing.

Thank you for your anticipated cooperation.

Sincerely,


STEVEN MICHAEL LABRET

SML/ao
Encls.

FILED
96 MAY 13 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SecState\Klimek.Bai

RD
chg
X
5/17

Date Filed March 8, 1996

STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: Vacation Services International, Inc.

2. The name and address of its present registered agent is:

Robert E. Dady, Esq.
4000 International Place
100 S.E. Second Street
Miami, FL 33131

FILED
96 MAY 13 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)

Steven M. LaBret, Esq., 501 N. Magnolia Ave., Ste. A, Orlando, FL 32801

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

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

Michael J. Klimick
(Typed or printed name and title)

Signature

Michael J. Klimick

(President or Vice President)

Date 5/09/96

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name

Steven M. LaBret

Signature

Steven M. LaBret

(Agent)

Date 5/09/96

P96000021699

STATE OF FLORIDA
OFFICE OF THE COMPTROLLER
APPLICATION FOR REFUND

Section 215.26, Florida Statutes, states in part: "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued else such right shall be barred." Three years is generally interpreted as meaning three years from the date of payment into the State treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

Pursuant to the provisions of Rule 3A-44.020, Florida Administrative Code, and Section 215.26, Florida Statutes, or Section _____, Florida Statutes, I hereby apply for a refund of moneys I paid into the State treasury, which are subject to refund. The following information is submitted to substantiate the claim.

Name: Steven Labret, Esq. EIN or SS#: _____

Address: 501 N. Magnolia, Suite A
Oriundo, FL 32801

Amount: \$35.00 Date Paid _____

Reason for claim: duplicate validations for VACATION SERVICES INTER-
NATIONAL, INC. (Amendment had been rejected and came back with
new validation). (P96000021699) ajh

Certified true and correct this _____ day of _____, 19 _____.

Signature _____

* Must be completed if authority is other than Section 215.26, Florida Statutes.

For Agency Use Only	
Agency recommends approval of above claim and submits the following information to substantiate the claim:	Amount of recommended refund \$ <u>\$35.00</u>
The amount requested above was originally deposited into the State Treasury, as a part of the funds deposited on State Treasurer's Receipt No. <u>01045-031</u> dated <u>6-13-96</u>	
Name of Account	<u>45202130001453000000000010000</u>
Statutory Authority for Collection	<u>607.0122</u>
It is requested that payment be made from the following account:	
NAME OF ACCOUNT:	<u>45202130001453000000022002000</u>
Certified true and correct this _____ day of _____, 19 _____.	
Department of State, Division of Corporations (Agency)	_____ (Authorized Signature and Title)

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171
904-222-0393 FAX

800-342-8086



ACCOUNT NO. : 072100000032

REFERENCE : 986583 8649A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 13, 1996

ORDER TIME : 12:22 PM

ORDER NO. : 986583

CUSTOMER NO: 8649A

CUSTOMER: Steven Labret, Esq
Steven Labret, Esq
501 North Magnolia, Suite A

Orlando, FL 32801

600001861536
-06/13/96--01045--031
*****35.00 *****35.00

DOMESTIC AMENDMENT FILING

NAME: VACATION SERVICES
INTERNATIONAL, INC.

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS: _____