

P960000 85278

## TRANSMITTAL LETTER

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

200001973482--9  
-10/15/96--01027--015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: WCN 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: Harvey R. Schneider, Esq.  
Name (printed or typed)  
1900 Corporate Blvd. N.W.  
Address  
Suite 301-West Building  
Boca Raton, FL 33431  
City, State & Zip  
(561) 241-5551  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 OCT 14 AM 9:46

FILED

Dmc 10/16/96

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

**SCHNEIDER  
& HEFFNER**  
*Attorneys at Law*

*Harvey R. Schneider  
Adam G. Heffner*

*1900 Corporate Boulevard, N.W.  
Suite 301 - West Building  
Boca Raton, Florida 33431*

*Telephone: 561-241-5551  
Telecopier: 561-241-5699*

October 11, 1996

**VIA AIRBORNE**

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

Re: WCN Travel, Inc.

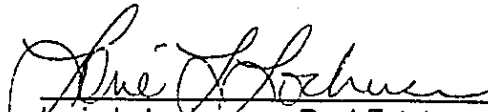
To whom it may concern:

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 return to us utilizing the enclosed pre-paid Airborne package. 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 WCN TRAVEL, INC.

**FILED**

96 OCT 14 AM 9:45

CLERK OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE II**

The principal office and mailing address of the corporation is 5970 S.W. 18th Street, Suite 222, Boca Raton, Florida 33433.

**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 incorporator and registered agent of the corporation is HARVEY R. SCHNEIDER, ESQ. and the street address of the initial registered office of the corporation is 1900 Corporate Boulevard N.W., Suite 301-West Building, Boca Raton, Florida 33431.

**ARTICLE V**

The name and address of the Director is Mark Friedlander, 5970 S.W. 18th Street, Suite 222, Boca Raton, Florida 33433.

**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 8th day of October, 1996.


**INCORPORATOR:**

  
HARVEY R. SCHNEIDER, ESQ.

#### **ACCEPTANCE BY REGISTERED AGENT:**

The undersigned states that he 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:**

  
HARVEY R. SCHNEIDER, ESQ.

PREPARED BY:  
HARVEY R. SCHNEIDER, ESQ.  
FLORIDA BAR NO.: 240508  
SCHNEIDER & HEFFNER  
1900 CORPORATE BLVD. N.W.  
SUITE 301-WEST BUILDING  
BOCA RATON, FLORIDA 33431  
(407) 241-5551

**SCHNEIDER  
& HEFFNER**  
Attorneys at Law

Harvey R. Schneider  
Adam G. Heffner

1900 Corporate Boulevard, N.W.  
Suite 301 - West Building  
Boca Raton, Florida 33431

Telephone: 561-241-5551  
Telecopier: 561-241-5699

P96000085278

November 27, 1996

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

800002018148--5  
-12/03/96--01120--016  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: WCN Travel, Inc.

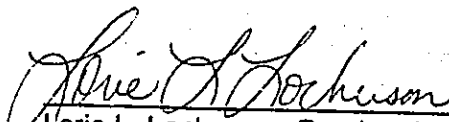
To whom it may concern:

Enclosed please find a Articles of Amendment to Articles of Incorporation on the above-referenced corporation 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 us in the enclosed self-addressed, stamped envelope.

If you have any questions, please do not hesitate to contact me. Thanking you advance for your cooperation.

Very truly yours,

SCHNEIDER & HEFFNER

  
Lorie L. Lorkerson, Paralegal  
to Harvey R. Schneider

/III  
Enclosures

SHK  
NC

FILED  
97 JAN -2 AM 10:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 6, 1996

Lorie L. Lockerson  
Schneider & Heffner  
1900 Corporate Blvd., N.W., Suite 301  
Boca Raton, FL 33431

SUBJECT: WCN TRAVEL, INC.  
Ref. Number: P96000085278

We have received your document for WCN 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):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

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 (904) 487-6908.

Steven Harris  
Corporate Specialist

Letter Number: 396A00054835

**SCHNEIDER  
& HEFFNER**  
*Attorneys at Law*

Harvey R. Schneider  
Adam G. Heffner

1900 Corporate Boulevard, N.W.  
Suite 301 - West Building  
Boca Raton, Florida 33431

Telephone: 561-241-5551  
Telecopier: 561-241-5699

December 31, 1996

Division of Corporations  
Attention: Steven Harris  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: WCN Travel, Inc.  
Letter Number: 396A00054835

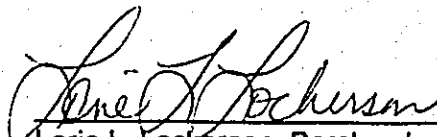
Dear Mr. Harris:

Enclosed please find a corrective Articles of Amendment to Articles of Incorporation on the above-referenced corporation, pursuant to your letter dated December 6, 1996 (a copy attached hereto). Please file the Amendment as soon as possible and return same to our office at your earliest possible convenience.

If you have any questions, please do not hesitate to contact me. Thanking you advance for your cooperation.

Very truly yours,

SCHNEIDER & HEFFNER

  
Lorie L. Lockerson, Paralegal  
to Harvey R. Schneider

/III  
Enclosures

**ARTICLES OF AMENDMENT  
TO ARTICLES OF INCORPORATION OF  
WCN TRAVEL, INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its articles of Incorporation:

1. The name of the Corporation to which these Articles of Amendment relate is WCN Travel, Inc.
2. The following Amendment is hereby duly adopted in compliance with applicable law, and the Articles of Incorporation and/or By-Laws, to be effective immediately:

Article I of the Corporation's Articles of Incorporation dated October 9, 1996 shall be amended to change the name of the Corporation to WC Travel, Inc.

3. The date of the amendment's adoption was November 25, 1996.
4. The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 31<sup>st</sup> day of December, 1996

WCN TRAVEL, INC.,  
a Florida corporation

By: [Signature]  
Mark Friedlander, sole director

FILED  
97 JAN -2 AM 10:  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 31<sup>st</sup> day of December, 1996 by Mark Friedlander, as sole director, of WCN Travel, Inc. on behalf of the corporation who is personally known to me or who has produced N/A and who did not take and oath.

[Signature]  
Notary Public  
Print Name: LORIE L. LOCKERSON

My Commission Expires:

