

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

GIVE KIDS THE WORLD, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of GIVE KIDS THE WORLD, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to GIVE KIDS THE WORLD, INC. to transact business in this State under the name GIVE KIDS THE WORLD, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated February 6, 1989



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Nonprofit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement: 8 55

1. The name of the corporation is _____
GIVE KIDS THE WORLD, INC.

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of _____ Florida _____

4. The date of its incorporation is _____ March 28, 1986 _____ and the period of its duration is _____ perpetual _____

5. The address of its principal office in the state or country under the laws of which it is incorporated is _____
210 South Bass Road, Kissimmee, Florida 32741

6. The address to which correspondence should be addressed, if different from that in item 5.

7. The street address of its proposed registered office in Idaho is _____ 300 North 6th Street, _____
Boise, Idaho 83701

_____ , and the name of its proposed registered agent in Idaho at that address is _____ C T CORPORATION SYSTEM _____

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

_____ Fund raising for Give Kids The World Village, sponsored by _____
_____ Holiday Inns, Inc. _____

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
Please see attached		
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

(continued on reverse)

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 1-17, 1989

GIVE KIDS THE WORLD, INC.
(Corporation Name)
By Henri Landwirth
Its President/Vice President (please specify)
Henri Landwirth, President
and Terry W. Henson
Its Secretary/Assistant Secretary (please specify)
Terry W. Henson, Secretary

STATE OF Florida)
COUNTY OF Osceola) ss:

I, David F. McKim, a notary public, do hereby certify that on this 17th day of January, 1989, personally appeared before me Henri Landwirth, who being by me first duly sworn, declared that he is the President of GIVE KIDS THE WORLD, INC.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

David F. McKim
Notary Public

Notary Public
State of Florida at Large
My Commission Expires Sept. 22, 1994

LIST OF OFFICERS AND DIRECTORS

OF

GIVE KIDS THE WORLD, INC.

* * * * *

Henri Landwirth
PRESIDENT
5824 Tarawood Drive
Orlando, Florida 32819

Dr. Robert Denny
VICE PRESIDENT
5900 Tarawood Drive
Orlando, Florida 32819

Terry W. Henson
SECRETARY/TREASURER
5621 Brookline Drive
Orlando, Florida 32819

Dianna Morgan
DIRECTOR
9325 Fenton
Orlando, Florida 32819

Jack Hardy
DIRECTOR
1 Grand Cypress Blvd.
Orlando, Florida 32819

Jan Stratton
DIRECTOR
Post Office Box 40
Lake Buena Vista, FL 32830

Arthur Zimand
DIRECTOR
Post Office Box 22197
Lake Buena Vista, FL 32830

J. Russell Hamlin
DIRECTOR
1051 Winderley Place
Maitland, Florida 32751

Darryl G. Lapointe, President
DHM, INC.
DIRECTOR
Post Office Box 760
Gulf Breeze, Florida 32561

Norman Rossman
DIRECTOR
890 State Rd. 434, Suite H
Altamonte Springs, Florida 32714

Sally Andrew
DIRECTOR
7204 Sand Lake Road
Orlando, Florida 32819

E. Penn White, M.D., DIRECTOR
Post Office Box 8372-A
Orlando, Florida 32856

Charles Zanowski
DIRECTOR
8505 W. Spacecoast Parkway
Kissimmee, Florida 32741

William N. Plamondon
DIRECTOR
1030 North Orange Avenue
Orlando, Florida 32801

Michael Meeks
DIRECTOR
1023 Cherry Road
Memphis, Tennessee 38117

State of Florida



Department of State

I certify from the records of this office that GIVE KIDS THE WORLD, INC. is a corporation organized under the laws of the State of Florida, filed on April 4, 1986, effective March 28, 1986.

The document number of this corporation is N14249.

I further certify that said corporation has paid all fees due this office through December 31, 1988, and its status is active.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
30th day of January, 1989.



Jim Smith

Jim Smith
Secretary of State