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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROFIT CORPORATION ANNUAL REPORT 1998

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # H74162

1. Corporation Name

Berkeley Four Seasons Vacations, Inc.

Principal Place of Business
3045 Polynesian Isles Blvd
Kissimmee, FL 34746

Mailing Address

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 9/4/85

2. Principal Place of Business — 21:
2a. Mailing Address — 28: 1781 Park Center Drive
Suite, Apt. #, etc. — 22:
Suite, Apt. #, etc. — 27:
City & State — 23:
City & State — 29: Orlando, Florida
Zip — 24:
Country — 25:
Zip — 26: 32835
Country — 35: US

4. FEI Number: 59-2580973 ☐ Applied For ☐ Not Applicable

5. Certificate of Status Desired ☐ $8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution ☐ $5.00 May Be Added to Fees

7. This corporation owes or has paid the current year intangible Personal Property Tax due June 30. ☐ Yes ☐ No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

91 Name: CT Corporation System
92 Street Address (P.O. Box Number is Not Acceptable): 1200 S. Pine Island Rd.
93:
94 City: Plantation FL 95 Zip Code: 33324

11. Pursuant to the provisions of Sections 607.0503 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section [illegible]

SIGNATURE: Connie Bryan SPECIAL ASSISTANT SECRETARY 5-1-98
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	D,P Ronald S. Molko 3045 Polynesian Isles Blvd Kissimmee, FL 34746	☒ DELETE	1.1 TITLE / 1.2 NAME / 1.3 STREET ADDRESS / 1.4 CITY-ST-ZIP	D,P Charles C. Frey 1781 Park Center Drive Orlando, FL 32835	☐ Change ☒ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	D,V Philip G. Grabarnick 3045 Polynesian Isles Blvd. Kissimmee, FL 34746	☒ DELETE	2.1 TITLE / 2.2 NAME / 2.3 STREET ADDRESS / 2.4 CITY-ST-ZIP	D,VP Dewey Chambers 1781 Park Center Drive Orlando, FL 32835	☐ Change ☒ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	D,V Niel S. Meyers 3045 Polynesian Isles Blvd. Kissimmee, FL 34747	☒ DELETE	3.1 TITLE / 3.2 NAME / 3.3 STREET ADDRESS / 3.4 CITY-ST-ZIP	D,S,T Genevieve Giannoni 1781 Park Center Drive Orlando, FL 32835	☐ Change ☒ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	D,S Hillel A. Meyers 3045 Polynesian Isles Blvd. Kissimmee, FL 34746	☐ DELETE	4.1 TITLE / 4.2 NAME / 4.3 STREET ADDRESS / 4.4 CITY-ST-ZIP	D, Ann Cohen 1781 Park Center Drive Orlando, FL 32835	☐ Change ☒ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	VP,AS Richard Eggert 3045 Polynesian Isles Blvd Kissimmee, FL 34746	☒ DELETE	5.1 TITLE / 5.2 NAME / 5.3 STREET ADDRESS / 5.4 CITY-ST-ZIP	D Billy Wilks 1781 Park Center Drive Orlando, FL 32835	☐ Change ☒ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	V,AS Dale V. Kennedy 3045 Polynesian Isles Blvd. Kissimmee, FL 34746	☐ DELETE	6.1 TITLE / 6.2 NAME / 6.3 STREET ADDRESS / 6.4 CITY-ST-ZIP	AVP,AS	☒ Change ☐ Addition

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14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Charles C. Frey, President — 4/30/98 — (407) 532-1000
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #

STF FL12361F.1