

m070000002366

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

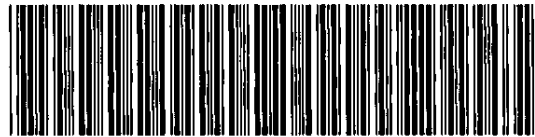
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800095503958

RECEIVED

07 APR 25 AM 10:48

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

07 APR 25 PM 2:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 866471 4813078

AUTHORIZATION :

COST LIMIT : \$ 155

FILED
07 APR 25 PM 2:56
TALLAHASSEE, FL 32304
SECRETARY OF STATE

ORDER DATE : April 24, 2007

ORDER TIME : 10:30 AM

ORDER NO. : 866471-005

CUSTOMER NO: 4813078

FOREIGN FILINGS

NAME: DCXLONE DEVELOPMENT, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis -- EXT# 2926

EXAMINER: _____

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

FILED
APR 23 PM 2:56
SECRETARY OF STATE
ALLAHAMMEE

1. DCXLone Development, LLC
(Name of Foreign Limited Liability Company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 20-8860025
(FEI number, if applicable)
4. April 9, 2007
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon filing
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 210 Celebration Place, Suite 400
Celebration, FL 34747
(Street Address of Principal Office)
8. If limited liability company is a manager-managed company, check here ☐
9. The name and usual business addresses of the managing members or managers are as follows:
See attached list

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)
11. Nature of business or purposes to be conducted or promoted in Florida: _____
Acquisition/construction of cruise ships and related activities



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Marsha L. Reed, Secretary/Authorized Representative

Typed or printed name of signee

DCXLone Development, LLC

Managers List
as of April 18, 2007

Name	Title	Address
Thomas M. McAlpin	President	210 Celebration Place, Suite 400 Celebration, FL 34747
Tom Wolber	Senior Vice President	210 Celebration Place, Suite 400 Celebration, FL 34747
Gregory Belzer	Vice President	500 South Buena Vista Street Burbank, CA 91521
Jeffrey S. Craigmile	Vice President-General Counsel	1313 S. Harbor Boulevard Anaheim, CA 92803
Frank de Heer	Vice President	210 Celebration Place, Suite 400 Celebration, FL 34747
Jim Durham	Vice President	2200 E. Village Services Trail Lake Buena Vista, FL 32830
James Heaney	Vice President	210 Celebration Place, Suite 400 Celebration, FL 34747
Marsha L. Reed	Secretary	500 South Buena Vista Street Burbank, CA 91521
Anne L. Buettner	Treasurer	500 South Buena Vista Street Burbank, CA 91521
James A. Stockton	Assistant Secretary	1375 Buena Vista Drive Lake Buena Vista, FL 32830
James D. Hanford	Assistant Treasurer	500 South Buena Vista Street Burbank, CA 91521
Michael Salama	Assistant Treasurer	500 South Buena Vista Street Burbank, CA 915251

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

DCXLone Development, LLC

2. The name and the Florida street address of the registered agent and office are:

Jeffrey H. Smith

(Name)

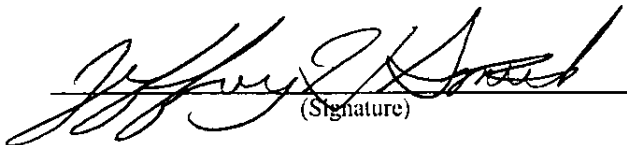
1375 Buena Vista Drive, 4th Floor North

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Lake Buena Vista, FL 32830

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.


(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DCXLONE DEVELOPMENT, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF APRIL, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "DCXLONE DEVELOPMENT, LLC" WAS FORMED ON THE NINTH DAY OF APRIL, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

4330580 8300

070472931

AUTHENTICATION: 5620480

DATE: 04-24-07