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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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C T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301 (850)222-1092
City State Zip Phone

CORPORATION(S) NAME

500003282335--8
-06/09/00--01031--016
*****7L 00 *****70.00

Resort Quest International, Inc.

- ☒ Profit
☐ NonProfit
☐ Limited Liability Company
☒ Foreign
☐ Amendment
☐ Merger
☐ Dissolution/Withdrawal
☐ Mark
☐ Other
☐ Change of R.A.
☐ Fictitious Name
☐ CUS
☐ Call When Ready
☐ Call if Problem
☐ After 4:30
☐ Walk In
☐ Will Wait
☐ Pick Up
☐ Mail Out
- Qualification*
- ☐ Limited Partnership
☐ Annual Report
☐ Other
☐ Reinstatement
☐ Reservation
☐ Change of R.A.
☐ Limited Liability Partnership
☐ Photo Copies
☐ Fictitious Name
☐ Certified Copy
☐ CUS

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LAURA EARNEST

BR 6/9

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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1. ResortQuest International, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. 62-1750352
(FEI number, if applicable)
4. 9/11/97
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Application
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 530 Oak Court Dr., Suite 360
Memphis, TN 38117
(Current mailing address)
8. To act as the parent company of subsidiaries involved with resort
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
property rental and management.
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 obligations of my position as registered agent.

C T Corporation System

(Registered agent's signature)

John J. Linnihan Asst. Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

SEE ATTACHED LISTING

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Kelley B. Standard
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Kelley B. Standard, Assistant Secretary
(Typed or printed name and capacity of person signing application)

12.

RESORTQUEST INTERNATIONAL, INC.

OFFICERS *

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Name	Title	
Levine, David L.	Chief Executive Officer and Pres.	530 Oak Court Dr., Suite 360 Memphis TN 38117
Olin, James S.	Chief Operating Officer	530 Oak Court Dr., Suite 360 Memphis TN 38117
Collins, J. Mitchell	Chief Financial Officer	530 Oak Court Dr., Suite 360 Memphis TN 38117
Murphy, W. Michael	Sr. Vice President and Chief Development Officer	530 Oak Court Dr., Suite 360 Memphis, TN 38117
Farmer, Frederick L.	Sr. Vice President and Chief Information Officer	530 Oak Court Dr., Suite 360 Memphis, TN 38117
Manteris, Paul	Sr. Vice President, Operations Support and Home Owner Relations	530 Oak Court Dr., Suite 360 Memphis, TN 38117
Selberg, David	Vice President, Finance and Treasurer	530 Oak Court Dr., Suite 360 Memphis, TN 38117
Murphy, J. Scott	Vice President and Controller	530 Oak Court Dr., Suite 360 Memphis TN 38117
Standard, Kelley B.	Assistant Secretary	530 Oak Court Dr., Suite 360 Memphis TN 38117

* address of officers:

530 Oak Court Drive, Suite 360
Memphis, TN 38117
Telephone Number : (901) 762-0600

**RESORTQUEST INTERNATIONAL, INC.
DIRECTORS**

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David L. Levine 530 Oak Court Drive, Suite 360
(Chairman of Board) Memphis, TN 38117

William W. Abbott, Jr. 506 Hwy. 98 East
Destin, FL 32541

Elan J. Blutinger Via Del Casale Della Crescenza I
Villa 1B
Rome, Italy 00191

Joshua M. Freeman 11325 Seven Locks Road
Potomac, MD 20854

Heidi O. Houston 620 East Hyman Avenue
Aspen, CO 81611

Michael D. Rose 6305 Humphreys Blvd., Suite 110
Memphis, TN 38120

David C. Sullivan 530 Oak Court Dr., Suite 360
Memphis, TN 38117

Joseph V. Vittoria 220 Congress Park Drive
Del Ray Beach, FL 33445

Theodore L. Weise 2005 Corporate Avenue
Memphis, TN 38132

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RESORTQUEST INTERNATIONAL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF JUNE, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

0482029

DATE:

06-07-00

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