

B97000000707



ACCOUNT NO. : 072100000032
REFERENCE : 625459 4341372

AUTHORIZATION : *Patricia Pait*
COST LIMIT : ~~87.50~~ *87.50*

FILED
97 DEC 24 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 8, 1997

ORDER TIME : 9:52 AM

ORDER NO. : 625459-005

CUSTOMER NO: 4341372

100002365301--6

CUSTOMER: Lori Mcpherson, Legal Asst
Sherrard & Roe
424 Church Street, 20th Floor
Third National Financial Cente
Nashville, TN 37219

RECEIVED
97 DEC -8 AM 10:48
DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: WHS LICENSING LIMITED
PARTNERSHIP

RECEIVED
97 DEC 11 PM 2:50
DIVISION OF CORPORATION

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 12, 1997

DANIEL LEGGETT
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: WHS LICENSING LIMITED PARTNERSHIP
Ref. Number: W97000027773

RESUBMIT

Please give original
submission date as file date.

We have received your document for WHS LICENSING LIMITED PARTNERSHIP and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

Before this partnership can be filed, the corporate general partner -- WHS LICENSING GP CORPORATION -- must be qualified in Florida.,

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 (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 397A00058519

RECEIVED
97 DEC 22 AM 9:54

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

97 DEC 24 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 23, 1997

DANIEL LEGGETT
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: WHS LICENSING LIMITED PARTNERSHIP
Ref. Number: W97000027773

FILED
97 DEC 24 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for WHS LICENSING LIMITED PARTNERSHIP and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

Before this partnership can be filed, the corporate general partner -- WHS LICENSING GP CORPORATION -- must be qualified in Florida. We still don't see it on our records.

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 (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 597A00060147

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. WHS Licensing Limited Partnership
(Name of limited partnership as it is in the home state)

2. (If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

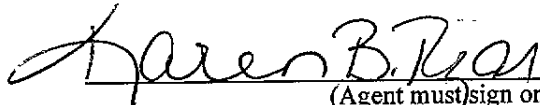
3. Tennessee 4. 10/30/95
(State of Formation) (Date of Formation)

5. The Prentice-Hall Corporation System, Inc.
(Name of Registered Agent for Service of Process)

6. 1201 Hays Street
(Street Address of Registered Office)

Tallahassee, Florida 32301
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:



(Agent must sign on this line)

Karen B. Rozar, As Its Agent

8. The Prentice-Hall Corporation System, Inc., 500 Tallan Building

Two Union Square, Chattanooga, TN 37402-2571
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

WHS Licensing GP Corporation 647-6751 c/o Real Entertainment Ventures, Inc.

One Gaylord Drive

Nashville, TN 37214

10. One Gaylord Drive, Nashville, TN 37214
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

97 DEC 24 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

12. One Gaylord Drive
Nashville, TN 37214
(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This 5th day of December, 19 97

WHS Licensing GP Corporation
General Partner

STATE OF Tennessee By: Rod Connor
Rod Connor, Assistant Treasurer

COUNTY OF Davidson

On this 5th day of December, 19 97

Rod Connor personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

FILED
97 DEC 24 AM 10:01
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Lori McPherson
(Notary Public Signature)

Lori McPherson
(Notary's Printed Name)

Seal

My Commission Expires: 3-21-98

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Rod Connor, Assistant Treasurer of WHS Licensing GP
a general partner of WHS Licensing Limited Partnership, a (an) Tennessee Corporation,
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 1,000,000 +
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0.

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This 5th day of December, 19 97.

FILED
97 DEC 24 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHS Licensing GP Corporation
General Partner

By: Rod Connor
Rod Connor, Assistant Treasurer

STATE OF Tennessee

COUNTY OF Davidson

On this 5th day of December, 19 97,

Rod Connor, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Lori McPherson
(Notary Public Signature)

Lori McPherson

(Notary's Printed Name)

Seal

My Commission Expires: 3-21-98