

Doc

# F00000002528

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
850-222-1092

100003226971--3  
-04/27/00--01068--008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Corporation(s) Name

*Vacation.com Operations, Inc.*

*100 AUG 23 271*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
100 MAY -5 PM 5:58

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> LLC		
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Ch. RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input checked="" type="checkbox"/> Walk in	<input checked="" type="checkbox"/> Pick-up	<input type="checkbox"/> Will Wait

Name Availability: \_\_\_\_\_  
Document Examiner: \_\_\_\_\_  
Updater: \_\_\_\_\_  
Verifier: \_\_\_\_\_  
Acknowledgement: \_\_\_\_\_  
W.P. Verifier: \_\_\_\_\_

APR 27

Please Return Extra  
Copies File Stamped  
To:  
Melanie Strickland

RECEIVED  
APR 27 PM 2:42  
THANK YOU  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32301

*mjd*  
*bkr*  
*5/5*



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 28, 2000

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: VACATION.COM OPERATIONS, INC.  
Ref. Number: W00000011239

*walk-in  
pick-up*

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAY -5 PM 5:58

We have received your document for VACATION.COM OPERATIONS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$70.00 payment.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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.

*ATTN:* Buck Kohr  
Corporate Specialist

Letter Number: 100A00023371

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

00 MAY -5 AM 11:50

RECEIVED

*File Second*

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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DIVISION OF CORPORATIONS  
00 MAY 05 PM 5:58

1. VACATION.COM OPERATIONS, INC.

2. Delaware

3.

*Applied For*

(FEI number, if applicable)

4. April 14, 2000

5. Perpetual

6. April 10, 2000

7. 1420 New York Avenue, N.W., Suite 950, Washington, D.C. 20005

8. To engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law.

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: 1200 South Pine Island Road  
Plantation, Florida, 33324

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

*Connie Bryan, Special Asst. Secy.*

(Registered agent's signature)

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:

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

Director: R. A. McKinnon  
Address: 1420 New York Avenue, N.W., Suite 950  
Washington, D.C. 20005

Director: Lawrence R. Kahn  
Address: 1420 New York Avenue, N.W., Suite 950  
Washington, D.C. 20005

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

Chairman and  
CEO: R. A. McKinnon  
Address: 1420 New York Avenue, N.W., Suite 950

President: Richard Knodt  
Address: 1420 New York Avenue, N.W., Suite 950  
Washington, D.C. 20005

Vice President: Lawrence R. Kahn  
Address: 1420 New York Avenue, N.W., Suite 950  
Washington, D.C. 20005

Secretary: Richard J. Fahy, Jr.  
Address: 1420 New York Avenue, N.W., Suite 950  
Washington, D.C. 20005

Treasurer: Lawrence R. Kahn  
Address: 1420 New York Avenue, N.W., Suite 950  
Washington, D.C. 20005

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

13. Richard J. Fahy, Jr. (Signature)

14. Richard J. Fahy, Jr., Secretary

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VACATION.COM OPERATIONS, INC." DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF APRIL, A.D. 2000.

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAY -5 PM 3:58



*Edward J. Freel*  
Edward J. Freel, Secretary of State

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AUTHENTICATION:

0393735

DATE:

04-20-00