

F00000003112

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: The RESORT INITIATIVE, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam: 00789-00647-00671

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

ANDREW KUENZI
(Name of Person)

THE RESORT INITIATIVE
(Firm/Company)

1015 MONACO DRIVEWAY
(Address)

DENVER, CO 80220
(City/State/Zip)

W-11767

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*****87.50 *****87.50

Should you need to call someone concerning this matter, please call:

ANDREW KUENZI at 303-881-2275
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 4, 2000

ANDREW KUENZI
THE RESORT INITIATIVE
1015 MONACO PARKWAY
DENVER, CO 80220

SUBJECT: THE RESORT INITIATIVE, INC.
Ref. Number: W00000011767

We have received your document for THE RESORT INITIATIVE, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 900A00024947

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.

1. The RESORT INITIATIVE, 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. COLORADO (State or country under the law of which it is incorporated) 3. 84-1519840 (FEI number, if applicable)

4. 10/21/1999 (Date of incorporation) 5. N/A (Duration: Year corp. will cease to exist or "perpetual")

6. 5-1-2000 (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1015 MONACO
DENVER, CO 80220 (Current mailing address)

8. COMPUTER CONSULTING FOR TIMESHARE BUSINESS
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: JASON HOYT
Office Address: 5401 S. KIRKMAN ROAD
ORLANDO, FL, Florida, 32819
(Zip code)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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.

[Signature]
(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: (Street address ONLY - P.O. Box NOT acceptable)

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

Chairman: ANDREW KUENZI

Address: 1015 MONACO PARKWAY
DENVER, CO 80220

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: ANDREW KUENZI

Address: 1015 MONACO PARKWAY
DENVER, CO 80220

Vice President: _____

Address: _____

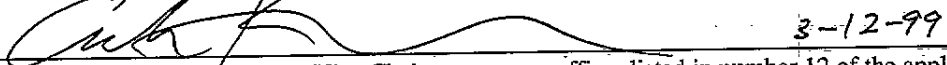
Secretary: CHARLES MASTIN

Address: ONE TABOR CENTER
1200 17th STREET, DENVER CO 80202

Treasurer: JOHN HAIDER

Address: 103 WEST 3RD STREET
BEAVER, DAM WI 53916

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

13.  3-12-99
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. ANDREW KUENZI, PRESIDENT / CEO
(Typed or printed name and capacity of person signing application)



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, DONETTA DAVIDSON, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

THE RESORT INITIATIVE, INC.
(COLORADO CORPORATION)

FILE # 19991197008 WAS FILED IN THIS OFFICE ON October 21, 1999
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: March 28, 2000

Donetta Davidson

SECRETARY OF STATE