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REFERENCE : 315781 7195112

AUTHORIZATION :

COST LIMIT : \$ 70.00

FILED
01 JUL 31 PM 4:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 30, 2001

ORDER TIME : 1:20 PM

ORDER NO. : 315781-005

CUSTOMER NO: 7195112

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CUSTOMER: Mr. Tony Reitano
Ticketmaster Online Citysearch
790 E. Colorado Blvd
Suite 200
Pasadena, CA 91101

FOREIGN FILINGS

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

2001 JUL 31 PM 12:08

NOT DELIVERED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

NAME: RESERVEAMERICA INC.

BK

FILED
01 JUL 31 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

**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

01 JUL 31 PM 5:00
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TALLAHASSEE, FLORIDA

1. RESERVEAMERICA 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 3. 14-1797985
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 1/18/96 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 3701 Wilshire Blvd. 9th FL Los Angeles, CA 90010
(Principal office address)
same as above
(Current mailing address)
8. Campsite Reservations
(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: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (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.

Corporation Service Company

Laura R. Dunlap
(Registered agent's signature)

Laura R. Dunlap
as its agent

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Mr. Terry Barnes

Address: 3701 Wiltshire Blvd
Los Angeles, CA 90010.

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: Robert Manherz

Address: 401 Wheelabrator Way
Milton, ON L9T-4B7

C.O.O.
Vice President: Brock Weatherup

Address: 401 Wheelabrator Way
Milton, ON L9T-4B7


Secretary: Bradley K. Serwin

Address: 3701 Wiltshire Blvd, Los Angeles, CA 90010.

Treasurer: Thomas J. McInerney

Address: 3701 Wiltshire Blvd, Los Angeles, CA 90010

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

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

14. Chief Operating Officer
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RESERVEAMERICA 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 THIRTIETH DAY JULY, A.D. 2001.

FILED
JUL 31 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2584497 8300

AUTHENTICATION: 1268530

010367927

DATE: 07-30-01