



F01000006330

ACCOUNT NO. : 072100000032

REFERENCE : 642291 7155110

AUTHORIZATION :

COST LIMIT : \$ 35.00

FILED
02 JUL - 1 PM 4:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : June 27, 2002

ORDER TIME : 10:51 AM

ORDER NO. : 642291-540

CUSTOMER NO: 7155110

CUSTOMER: Patricia Meudt, Legal Asst
Cendant Corporation
1 Campus Drive

Parsippany, NJ 07054

RECEIVED
02 JUL - 1 PM 3:55
DIVISION OF CORPORATION

CHANGE OF AGENT

NAME: RESORT MARKETING SERVICES,
INC.

100006138501--8

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

C. Coulliette JUL 01 2002

CONTACT PERSON: Ta-tanisha Adams

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes,
the undersigned corporation organized under the laws of the State of Delaware
submits the following statement in order to change its registered office or registered agent, or both, in
the State of Florida.

FILED
02 JUL -1 PM 4:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation : RESORT MARKETING SERVICES, INC.
2. The mailing address of the corporation : 1 Campus Drive, Legal Dept., Parsippany, NJ 07054
3. Date of incorporation/qualification: 12/11/2001 Document number: F0100086330
4. The name and address of the current registered agent and office:

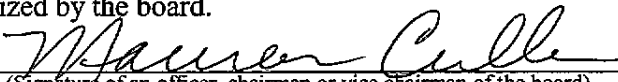
C T Corporation System
1200 South Pine Island Road
Plantation, FL 33324

5. The name and address of the new registered agent (if changed) and/or registered office (if changed):
(P. O. Box Not Acceptable)

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


(Signature of an officer, chairman or vice chairman of the board)

06/24/2002
(Date)

Maureen Cullen, Attorney-in-Fact
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.


(Signature of Registered Agent)

06/24/2002
(Date)

If signing on behalf of an entity:

Lou Giaccardo Asst. Vice President
(Typed or Printed Name) (Capacity)

* * * FILING FEE: \$35.00 * * *