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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch FEB 6 2007

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: LodgeNet StayOnline, Inc.

(Name of corporation - must include suffix)

Dear Sir or Madam:

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:

Alex Bankers

(Name of Person)

LodgeNet StayOnline, Inc.

(Firm/Company)

3900 West Innovation Street

(Address)

Sioux Falls, SD 57107-7002

(City/State and Zip code)

For further information concerning this matter, please call:

Alex Bankers

(Name of Person)

at (605) 988-1000

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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

**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. LodgeNet StayOnline, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 20-5973232

(FEI number, if applicable)

4. 11/29/2006

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. February 1, 2007

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 7667 Currency Drive, Orlando, FL 32809

(Principal office address)

3900 West Innovation Street, Sioux Falls, SD 57107-7002

(Current mailing address)

8. For Profit; Internet equipment and service to hotels

(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 NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

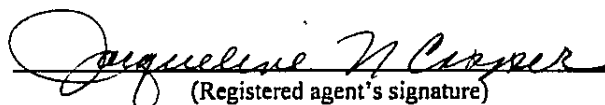
Tallahassee, Florida 32301

(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.



Assistant Vice President

(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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Scott Petersen

Address: 3900 West Innovation Street, Sioux Falls, SD 57107-7002

Vice Chairman: Gary Ritondaro

Address: 3900 West Innovation Street, Sioux Falls, SD 57107-7002

Director: James Naro

Address: 3900 West Innovation Street, Sioux Falls, SD 57107-7002

Director: _____

Address: _____

B. OFFICERS

President: Scott Petersen

Address: 3900 West Innovation Street, Sioux Falls, SD 57107-7002

Vice President: Gary Ritondaro

Address: 3900 West Innovation Street, Sioux Falls, SD 57107-7002

Secretary: James Naro

Address: 3900 West Innovation Street, Sioux Falls, SD 57107-7002

Treasurer: Alex Bankers

Address: 3900 West Innovation Street, Sioux Falls, SD 57107-7002

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

13. Alex Bankers

(Signature of Director or Officer listed in number 12 of the application)

14. Alex Bankers

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LODGENET STAYONLINE, 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 TWENTY-FIFTH DAY OF JANUARY, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "LODGENET STAYONLINE, INC." WAS INCORPORATED ON THE TWENTY-NINTH DAY OF NOVEMBER, A.D. 2006.

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 5383898

DATE: 01-25-07