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Florida Department of State
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Travelnow.com Inc.

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Oct 1 2007 11:40 P.02
Florida Dept of State

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September 25, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

UCC FILING & SERVICES, INC.

SUBJECT: TRAVELNOW.COM INC.
REF: W07000047496

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

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Suzanne Hawkes
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Oct 1 2007 11:40 AM FILED P.03
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September 26, 2007

expedia inc.

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: **Travelnow.com, Inc.**

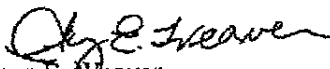
Dear Sirs/Mesdames:

Travelnow.com, Inc., an affiliate of Expedia, Inc., is a Delaware corporation with offices in Springfield, Missouri. Travelnow.com, Inc. provides travel services on line at Travelnow.com. It has neither locations nor employees in the State of Florida. Pursuant to recent changes in the Florida Sellers of Travel Act, all travel companies must register with the Florida Department of State to obtain a seller of travel license.

The *Application for Authorization to Transact Business in Florida* that Travelnow.com, Inc. recently submitted to your office was rejected because the name "Travelnow.com, Inc." was considered indistinguishable from "Travel Now Inc." and "Travel Now LLC."

We request that your office please reconsider this decision. The use of ".com" in business names is a common practice and is not intended to replace a proper corporate ending, such as "Inc." or "Corp." We request a waiver or exception on this basis.

Please contact Frank Austin at (425) 679-3275 or faustin@expedia.com if you have any questions. Thank you for your consideration.


Amy E. Weaver

Vice President & Assoc. General Counsel of
Expedia, Inc.

Assistant Secretary of Travelnow.com, Inc.

**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. TRAVELNOW.COM 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. 59-3391244

(FEI number, if applicable)

4. 10/03/2000

(Date of incorporation)

5. perpetual

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

6. has not & will not transact business in Florida

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

7. 4124 S. McCann Court, Springfield, MO 65804

(Principal office address)

3150 - 139th Avenue SE, Bellevue, WA 98005

(Current mailing address)

8. on line travel services

(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: NRAT Services, Inc.

Office Address: 2731 Executive Park Drive, Suite 4

Weston

(City)

, Florida

33331

(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.

Cheryl Contell

(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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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

A. DIRECTORS

Chairman: SEE ATTACHED LIST OF DIRECTORS AND OFFICERS.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Amy E. Weaver

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

14. Amy E. Weaver, Assistant Secretary

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

FILED
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DIVISION OF CORPORATIONS
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List of Officers -- Travelnow.com Inc.

Name	Title	Telephone	Address
Dara Khosrowshahi	President	(425) 679-7200	3150 - 139th Avenue SE, Bellevue, WA 98005
Michael B. Adler	Chief Financial Officer	(425) 679-7200	3150 - 139th Avenue SE, Bellevue, WA 98005
Harvey Smalheiser	Senior Vice President, Tax	(425) 679-7200	3150 - 139th Avenue SE, Bellevue, WA 98005
Bret Myers	Treasurer	(425) 679-7200	3150 - 139th Avenue SE, Bellevue, WA 98005
Burke F. Norton	Secretary	(425) 679-7200	3150 - 139th Avenue SE, Bellevue, WA 98005
Seth Kalvert	Assistant Secretary	(425) 679-7200	3150 - 139th Avenue SE, Bellevue, WA 98005
Amy E. Weaver	Assistant Secretary	(425) 679-7200	3150 - 139th Avenue SE, Bellevue, WA 98005

List of Directors -- Travelnow.com Inc.

Name	Telephone	Address
Dara Khosrowshahi	(425) 679-7200	3150 - 139th Avenue SE, Bellevue, WA 98005
Burke F. Norton	(425) 679-7200	3150 - 139th Avenue SE, Bellevue, WA 98005

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 DIVISION OF CORPORATIONS

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TRAVELNOW.COM 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-FOURTH DAY OF SEPTEMBER, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TRAVELNOW.COM INC." WAS INCORPORATED ON THE THIRD DAY OF OCTOBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 6021882

DATE: 09-24-07