

SEP. 16. 2008

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From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I200000000195
Phone : (850) 521-1000
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Heather x2908

FOREIGN PROFIT/NONPROFIT CORPORATION

GAYLORD HOTELS, INC.

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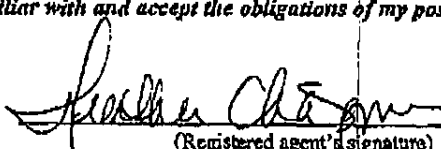
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DIVISION OF CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. GAYLORD HOTELS, INC.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")
2. Delaware
(State or country under the law of which it is incorporated)
3. 11-3689948
(FEI number, if applicable)
4. May 7, 2003
(Date of incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. N/A
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. One Gaylord Drive, Nashville, TN 37214
(Principal office address)
One Gaylord Drive, Nashville, TN 37214
(Current mailing address)
8. to engage in any lawful act or activity in Florida
(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: 1204 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.

Heather Chapman
(Registered agent's signature) 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.

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

A. DIRECTORS

Chairman: Colin V. ReedAddress: One Gaylord Drive, Nashville, TN 37214

Vice Chairman: _____

Address: _____

Director: David C. KloeppelAddress: One Gaylord Drive, Nashville, TN 37214

Director: _____

Address: _____

B. OFFICERS

President: Colin V. ReedAddress: One Gaylord Drive, Nashville, TN 37214Vice President: EVP- David C. KloeppelAddress: One Gaylord Drive, Nashville, TN 37214Secretary: Carter R. ToddAddress: One Gaylord Drive, Nashville, TN 37214Treasurer: Mark FloravantiAddress: One Gaylord Drive, Nashville, TN 37214

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

13. Carter R. Todd

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

14. Carter R. Todd, VP & Secretary

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

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GAYLORD HOTELS, 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 SIXTEENTH DAY OF SEPTEMBER, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GAYLORD HOTELS, INC." WAS INCORPORATED ON THE SEVENTH DAY OF MAY, A.D. 2003.

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

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



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6854069

DATE: 09-16-08