

Florida Department of State

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Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1515

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

FOREIGN PROFIT/NONPROFIT CORPORATION DESTINATION HOTELS AND RESORTS, INC.

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3/2/11

**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. Destination Hotels and Resorts, 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. California

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

3. 95-4205478

(FEI number, if applicable)

4. February 24, 1989

(Date of incorporation)

5. Perpetual

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

6.

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

7. 11777 San Vicente Blvd., Ste. 900, Los Angeles, CA 90049

(Principal office address)

11777 San Vicente Blvd., Ste. 900, Los Angeles, CA 90049

(Current mailing address)

8. Hotel and resort management

(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

(City)

, Florida 32301

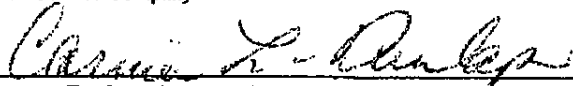
(Zip code)

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

By:



(Registered agent's signature)

Carina L. Dunlap
Asst. Vice President

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. DIRECTORSChairman: Robert J. LoweAddress: 11777 San Vicente Blvd., Ste. 900, Los Angeles, CA 90049Vice Chairman: John B. Platt, IIIAddress: 11777 San Vicente Blvd., Ste. 900, Los Angeles, CA 90049Director: Avedick B. PoladianAddress: 11777 San Vicente Blvd., Ste. 900, Los Angeles, CA 90049Director: Robert J. Lowe, Jr.Address: 11777 San Vicente Blvd., Ste. 900, Los Angeles, CA 90049**B. OFFICERS**President: See Attached List of Officers

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. 

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Dona Tanaka, Assistant Secretary

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

ATTACHMENT TO
APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

Section 12. B List of Officers

The address for all officers is: 11777 San Vicente Blvd., Ste. 900, Los Angeles, CA 90049

Robert J. Lowe	Chairman
Charles S. Peck	President
Kathleen R. McIntee	Chief Financial Officer and Senior Vice President
Robert C. Mellwig	Senior Vice President
John P. Rosen	Senior Vice President
Michael P. Everett	Senior Vice President
William T. Wethe	Senior Vice President
James E. Pavisha	Senior Vice President
Peter R. O'Keeffe	Senior Vice President
Mark F. Hickey	Senior Vice President
John M. DeMarco	Secretary, Senior Vice President and Corporate Counsel
Salve A. Penny	Senior Vice President and Assistant Secretary
Kirk R. Poe	Vice President
George P. Fischer	Vice President
Karen I. Schlesier	Vice President
Shirli J. Sensenbrenner	Vice President
John S. Spomer	Vice President
Terri A. Haack	Vice President
Kenneth J. Widmaier	Vice President
Mary M. Callahan	Vice President
Lori A. Losasso	Vice President
Thomas P. Luersen	Vice President
Jeffrey A. Sheppard	Vice President
Gregory Miller	Vice President
Andre J. Fournier	Vice President
Gregory B. Staley	Vice President
Bradley V. Hayden	Vice President
Mitchell C. Mehr	Vice President
Tricia R. Price	Vice President
Michael G. Shutts	Vice President
Timothy B. Brazell	Vice President
John (Jack) J. Schmidt	Vice President
Richard B. Rush	Vice President
Mark J. Hays	Vice President
Martin F. Stanton	Vice President

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STATE OF FLORIDA
DIVISION OF CORPORATE
REGISTRATION

Candace Johnson
Tyler Williams
Katie Osse
Jon Lazarus
Rebecca Wells
Linda Laniado
Nancy Kern
Paul D. Dhunjishaw
Ted W. Ely
Jared Flagg,
Dona L. Tanaka

Vice President
Vice President
Assistant Vice President
Assistant Vice President
Assistant Vice President
Assistant Vice President
Assistant Vice President
Assistant Vice President
Assistant Vice President
Assistant Secretary
Assistant Secretary

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**State of California
Secretary of State**

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CERTIFICATE OF STATUS

ENTITY NAME:

DESTINATION HOTELS AND RESORTS, INC.

FILE NUMBER: C1634129
FORMATION DATE: 02/24/1989
TYPE: DOMESTIC CORPORATION
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

I, DEBRA BOWEN, Secretary of State of the State of California,
hereby certify:

The records of this office indicate the entity is authorized to
exercise all of its powers, rights and privileges in the State of
California.

No information is available from this office regarding the financial
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate
and affix the Great Seal of the State of
California this day of December 14, 2010.

Debra Bowen

DEBRA BOWEN
Secretary of State