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From:

Account Name : CORPDIRECT AGENTS, INC.

Account Number : 110450000714 Phone : (850)222-1173 Fax Number : (850)224-1640

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FOREIGN PROFIT/NONPROFIT CORPORATION DIAMOND RESORTS CENTRALIZED SERVICES COMPANY

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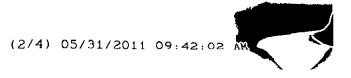
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H110001424563

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.

	sorts Centralized Services Company	
(Enter name of c	orporation; must include "INCORPORAT orp," "Inc," "Co," or "Corp.")	ED," "COMPANY," "CORPORATION,"
(If name unavail	able in Florida, enter alternate corporate ne	ame adopted for the purpose of transacting business in Florida)
2. Delaware		3, 82-0554601
	under the law of which it is incorporated)	(PEI number, if applicable)
4. 7/9/2002		5. Perpetual
(Date	of incorporation)	(Duration: Year corp. will cease to exist or "perpetual")
6		
	(Date first transacted busine (SEE SECTIONS 607.1501 & 60	es in Florids, if prior to registration) 17.1502, F.S., to determine penalty liability)
- 40800 W. C	Charleston Blvd Las Vegas	• • •
7. 10000 VV. C	Principal office	
same	,	,
<u>oumo</u>	(Current mailing	address)
_		
	administrative support; an	
(Purpose(s	i) of corporation authorized in home state of	or country to be carried out in state of Florida)
9. Name and street	<u>st address</u> of Florida registered agent: ((P.O. Bex <u>NOT</u> acceptable)
Name:	NRAI Services, Inc.	-
Office Address:	515 East Park Avenue	
	Tallahassee	, Florida 32301
	(City)	(Zip code)
10 Registered as	gent's acceptance:	
Having been nam	ed as registered agent and to accept a	ervice of process for the above stated corporation at the place
designated in this	application, I hereby accept the appo	intment as registered agent and agree to act in this capacity. I
and I am familiat	omply with the provisions of all stands with and accept the obligations of my	es relative to the proper and complete performance of my duties, position as registered agent.
-		
	- Re	
	(Registered agent's signat	Jeea Castellanos, Asst. Secretary
11. Attached is a	certificate of existence duly authentica	ted, 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					
Chalman: Stephen J. Cłoobeck					
Address: 10600 W. Charleston Blvd					
Las Vegas, NV 89135					
Vice Chairman:					
Address:					
Director: Stephen J. Cloobeck					
Address: 10600 W. Charleston Blvd					
Las Vegas, NV 89135					
Director:					
Address:					
B. OFFICERS					
President: David F. Palmer					
Address: 10600 W. Charleston Blvd					
Las Vegas, NV 89135					
Vice President; David Womer					
Address: 10600 W. Charleston Blvd					
Las Vegas, NV 89135					
Secretary: Elizabeth Brennan					
Address: 10600 W. Charleston Blvd Las Vegas, NV 89135					
Trensurer: Yanna Huang					
Address: 10600 W. Charleston Blvd Las Vegas, NV 89135					
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.					
13 Elisa Klenda					
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 a.617.155, F.S.					
14. Elizabeth Brennan, Secretary					
(Typed or printed name and capacity of person signing application)					

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Delaware

PACE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DIAMOND RESORTS CENTRALIZED SERVICES COMPANY" 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-SEVENTH DAY OF MAY, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "DIAMOND RESORTS CENTRALIZED SERVICES COMPANY" WAS INCORPORATED ON THE NINTH DAY OF JULY, A.D. 2002.

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.

3545707 8300

110650882

You may worlfy this certificate online

Jeffrey W. Bullock, Secretary of State

DATE: 05-27-11

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