

F13000003655

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

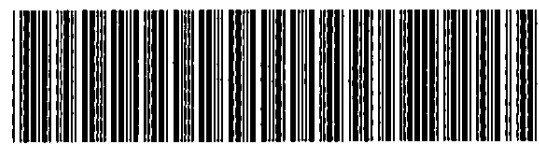
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only



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RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATION
2013 AUG 23 AM 10:45
NOT RECORDED
TO AGENCY FILE
SUFFICIENCY OF FILING

FILED
13 AUG 23 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1113-47323

MD 8/28



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195
REFERENCE : 773981 7549971
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 70.00

ORDER DATE : August 22, 2013
ORDER TIME : 9:21 AM
ORDER NO. : 773981-025
CUSTOMER NO: 7549971

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13 AUG 23 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: THE VAIL CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 52956

EXAMINER: _____



(773981)

FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 26, 2013

CSC

WALK-IN

SUBJECT: THE VAIL CORPORATION
Ref. Number: W13000047323

RESUBMIT
Please give original
submission date as file date.

13 AUG 23 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

We have received your document for THE VAIL CORPORATION and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

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.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Maryanne Dickey
Regulatory Specialist II

Letter Number: 713A00020233

RECEIVED
DEPARTMENT OF STATE
13 AUG 27 AM 10:51


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.

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 TALLAHASSEE, FLORIDA

1. The Vail Corporation
 (Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
Vail Resorts Management Company
 (If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Colorado 3. 84-0601461
 (State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 3/16/1967 5. perpetual
 (Date of incorporation) (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. 390 Interlocken Crescent Broomfield CO 80021
 (Principal office address)
390 Interlocken Crescent Broomfield CO 80021
 (Current mailing address)
8. resort operations and any other lawful business
 (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.

Corporation Service Company
 By: 
 (Registered agent's signature) **Sue G. Knight**
 Assistant 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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Robert A. Katz

Address: 390 Interlocken Crescent, Broomfield CO 80021

Director: Michael Z. Barkin

Address: 390 Interlocken Crescent, Broomfield CO 80021

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: Robert A. Katz

Address: 390 Interlocken Crescent, Broomfield CO 80021

Vice President: Mark L. Schoppet

Address: 390 Interlocken Crescent, Broomfield, CO 80021

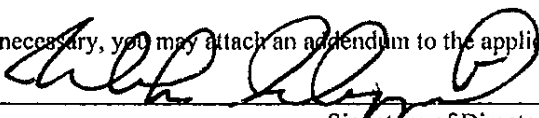
Secretary: Fiona E. Arnold

Address: 390 Interlocken Crescent, Broomfield CO 80021

Treasurer: Michael Z. Barkin

Address: 390 Interlocken Crescent, Broomfield CO 80021

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. Mark L. Schoppet, Senior Vice President, Controller & Chief Accounting Officer

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE

I, Scott Gessler, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

THE VAIL CORPORATION

is a **Corporation** formed or registered on 03/16/1967 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 19871192204.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 08/21/2013 that have been posted, and by documents delivered to this office electronically through 08/22/2013 @ 15:51:52.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 08/22/2013 @ 15:51:52 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 8623172.



Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click Business Center and select "Frequently Asked Questions."