

**SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 9, 1999.
AMOUNT DUE ON OR BEFORE 8/99: \$225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375)**

PROFIT CORPORATION ANNUAL REPORT 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED

95 AUG 10 PM 12:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

DOCUMENT # F94000001218 (6)

1. Corporation Name

EMBASSY VACATION RESORTS, INC.

Principal Place of Business

1023 CHERRY RD.
MEMPHIS TN 38117

Mailing Address

1023 CHERRY RD.
MEMPHIS TN 38117

DO NOT WRITE IN THIS SPACE.

3. Date Incorporated or Qualified

03/10/1994

3a. Date of Last Report

2. Principal Place of Business

21

Suite, Apt. #, etc.

22

City & State

23

Zip

Country

24

25

2a. Mailing Address

26

Suite, Apt. #, etc.

27

City & State

28

Zip

Country

29

30

4. FEI Number

62-1558894

Applied For

Not Applicable

5. Certificate of Status Desired

\$8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution

\$5.00 May Be Added to Fees

8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes No

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND RD.
PLANTATION FL 33324

10. Name and Address of New Registered Agent

81

Name

82

Street Address (P.O. Box Number is Not Acceptable)

83

84

City

FL

85

Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reappointing)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

Change Addition

TITLE

P

NAME

SCHULTZ, RAYMOND E

STREET ADDRESS

6800 POPLAR AVE., #200

CITY - ST - ZIP

MEMPHIS TN 38138

1.1 TITLE

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY - ST - ZIP

TITLE

SV

NAME

KELTNER, THOMAS L

STREET ADDRESS

6800 POPLAR AVE., #200

CITY - ST - ZIP

MEMPHIS TN 38138

2.1 TITLE

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY - ST - ZIP

TITLE

SV

NAME

DEMPSEY, DONALD H

STREET ADDRESS

6800 POPLAR AVE., #200

CITY - ST - ZIP

MEMPHIS TN 38138

3.1 TITLE

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY - ST - ZIP

TITLE

VS

NAME

~~HALPERN, M-R~~

STREET ADDRESS

6800 POPLAR AVE., #200

CITY - ST - ZIP

MEMPHIS TN 38138

4.1 TITLE

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY - ST - ZIP

Vice President/Secretary
Halpern, M. Ronald
6800 Poplar Ave #200
Memphis, TN 38138

Change Addition

TITLE

VT

NAME

MCCALMONT, WILLIAM S

STREET ADDRESS

1023 CHERRY RD.

CITY - ST - ZIP

MEMPHIS TN 38117

5.1 TITLE

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY - ST - ZIP

TITLE

S

NAME

BRAMMELL, STEPHEN H

STREET ADDRESS

1023 CHERRY RD.

CITY - ST - ZIP

MEMPHIS TN 38117

6.1 TITLE

6.2 NAME

6.3 STREET ADDRESS

6.4 CITY - ST - ZIP

Assistant Secretary
Brammell, Stephen H.
1023 Cherry Rd
Memphis, TN 38117

Change Addition

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 110.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

Donald A. Balash

Donald A. Balash

7/24/95

(901) 762-7677

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Daytime Phone #

CR2E034 (3/95)

HERASBY VACATION RESORTS, INC.

F94-1218

FRIN: 62-1550074

DIRECTORS

NAME	ADDRESS
Raymond E. Schultz	6800 Poplar Av. Memphis, TN 38138
David C. Sullivan	850 Ridge Lake Blvd. Memphis, TN 38120

OFFICERS

NAME	ADDRESS	TITLE
Raymond E. Schultz	6800 Poplar Av. Memphis, TN 38138	President
David C. Sullivan	850 Ridgelake Blvd. Memphis, TN 38120	Executive Vice President
Donald H. Dempsey	850 Ridge Lake Blvd. Memphis, TN 38120	Senior Vice President/ Treasurer
Thomas L. Keltner	850 Ridge Lake Blvd. Memphis, TN 38120	Senior Vice President
Ralph B. Lake	1023 Cherry Road Memphis, TN 38117	Senior Vice President/ Secretary
Mark C. Wells	850 Ridge Lake Blvd. Memphis, TN 38120	Senior Vice President
M. Ronald Halpern	6800 Poplar Av. Memphis, TN 38138	Vice President/Assistant Secretary
Donald A. Balash	850 Ridge Lake Blvd. Memphis, TN 38138	Assistant Treasurer
Carol G. Champion	850 Ridge Lake Blvd. Memphis, TN 38138	Assistant Treasurer
Jefferey J. Jarvis	850 Ridge Lake Blvd. Memphis, TN 38138	Assistant Treasurer