

F9500000953

TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

FILED
1995 FEB 27 PM 1:58
TALLAHASSEE, FLORIDA

SUBJECT: Argosy Branson, Inc.
(Name of corporation)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Anna M. DiRocco, Paralegal
(Name of Person)

Argosy Group, Inc.
(Firm/Company)

P. O. Box 22069
(Address)

Lake Buena Vista, FL 32830
(City, State and Zip Code)

500001418125
-03/01/95--01033--018
*****01.00 *****70.00

FF - \$35.00
RA - \$35.00

Should you need to call someone concerning this matter, please call:

Anna M. DiRocco at (407) 238 - 2232
(Name of Person) Area Code & Daytime Telephone Number

2/21/95

COURIER ADDRESS:

Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION 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. Argosy Branson, Inc.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Georgia

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

3. 58 - 2006853

(FEI number, if applicable)

4. 7/23/92

(Date of Incorporation)

5. _____ perpetual

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

6. Upon Qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. One Fall Creek Drive

Branson, MO 65616

(Current mailing address)

8. Timeshare Promotions

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Genevieve Giannoni

Office Address: 8651 Treasure Cay Lane

Lake Buena Vista , Florida , 32830

(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.

(Registered agent's signature)

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Andrew J. Gessow

Address: 2934 Woodside Road

Woodside, CA 94062

Director: Herbert T. Alfree

Address: 3140 Ivanrest Ave. S.W.

Grandville, MI 49418

B. OFFICERS

President: Herbert T. Alfree

Address: same as above

Vice President: Andrew J. Gessow

Address: same as above

Secretary: Patricia A. Duncan

Address: 2934 Woodside Road

Woodside, CA 94062

Vice President of & Treasurer: Charles C. Frey

Finance

Address: 8651 Treasure Cay Lane

Lake Buena Vista, FL 32830 ... continued

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

13. _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Genevieve Giannoni, Vice President of Operations/Assistant Secretary
(Typed or printed name and capacity of person signing application)

Officers - continued...

Genevieve Giannoni, Vice President of Operations
and Assistant Secretary
8651 Treasure Cay Lane
Lake Buena Vista, FL 32820

Warran G. Hall, Assistant Vice President
One Fall Creek Drive
Branson, MO 65616

James Bratz, Assistant Vice President
One Fall Creek Drive
Branson, MO 65616

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TALLAHASSEE, FLORIDA

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

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BETH HOLLAND
SCHREEDER WHEELER FLINT
127 PEACHTREE STREET 1600 CANDLER
ATLANTA GA 30303-1845

CERTIFICATE OF EXISTENCE

I, MAX CLELAND, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**ARGOSY BRANSON, INC.
A DOMESTIC PROFIT CORPORATION**

was formed in the jurisdiction stated above and was incorporated, formed, or authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution or certificate of cancellation with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta