

CONTACT:

**F9600000**

**3695**

UCC FILING & SEARCH SERVICES, INC.

(Requestor's Name)

528 EAST PARK AVENUE

(Address)

TALLAHASSEE FL 32301

(City, State, Zip)

(904) 881-8528

(Phone #)

100001800311  
-07/22/96--01032--017  
\*\*\*\*122.50 \*\*\*\*122.50

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (If known):

1 US Inails Inc. US Inails Inc.  
(Corporation Name) (Document #)

2 \_\_\_\_\_  
(Corporation Name) (Document #)

3 **FILED TODAY** **FILED TODAY**  
(Corporation Name) (Document #)

4 \_\_\_\_\_  
(Corporation Name) (Document #)

*of 7/22*

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<input type="checkbox"/>	Profit
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<input type="checkbox"/>	Limited Liability
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<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R A, Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
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REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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UCC SERVICES**

Examiner's Initials

**FILED**  
96 JUL 22 2 04 PM '96  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

## 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. USTrails 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. Nevada  
(State or country under the law of which it is incorporated)
3. 75-2138671  
(FBI number, if applicable)
4. November 29, 1984  
(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 817.135, F.S.))
7. 2711 LBJ Freeway, #200  
Dallas, TX 75234  
(Current mailing address)
8. Management of Membership Campgrounds  
(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: (P.O. Box or Mail Drop Box NOT acceptable)**  
Name: C T Corporation System  
Office Address: 1200 South Pine Island Road  
Plantation, Florida, 33324  
(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) **ANYA M. VILLAR**  
SPECIAL ASSISTANT SECRETARY

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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 96 JUL 22 PM 2:06  
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 TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

SEE ATTACHED

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

SEE ATTACHED

President: \_\_\_\_\_

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. W. J. Shaw  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. William J. Shaw, President and Chief Executive Officer  
(Typed or printed name and capacity of person signing application)

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96 JUL 22 PM 4:00  
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TALLAHASSEE, FLORIDA

USTrails Inc. Officers

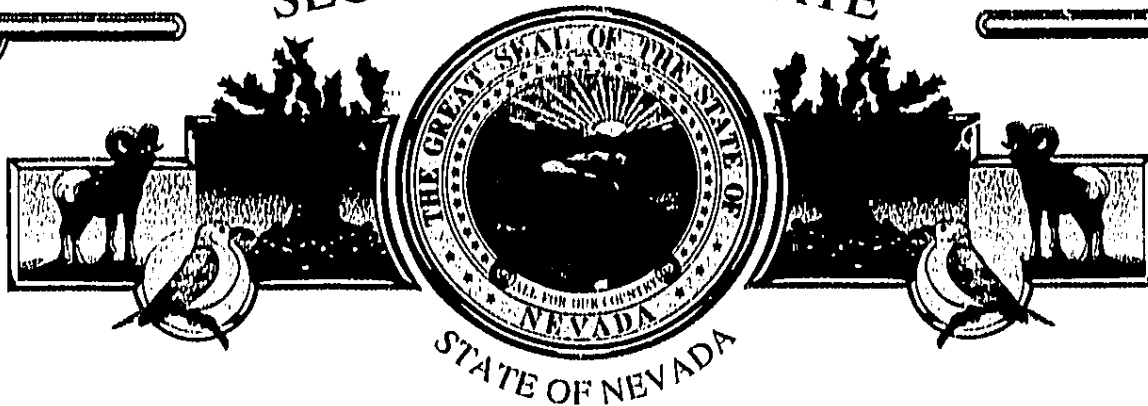
<u>Name</u>	<u>Title</u>	<u>Address</u>
William J. Shaw	President and Chief Executive Officer	2711 LBJ Freeway, Suite 200 Dallas, Texas 75234
Harry J. White, Jr.	Vice President Chief Financial Officer and Treasurer	2711 LBJ Freeway, Suite 200 Dallas, Texas 75234
Walter B. Jaccard	Vice President General Counsel and Secretary	2711 LBJ Freeway, Suite 200 Dallas, Texas 75234
Kenneth E. Hendrycy	Vice President and Assistant Secretary	2711 LBJ Freeway, Suite 200 Dallas, Texas 75234
Tammy A. DeGrande	Assistant Secretary	2711 LBJ Freeway, Suite 200 Dallas, Texas 75234

USTrails Inc. Directors

<u>Name</u>	<u>Address</u>
Andrew M. Boas	135 E 57th Street 27th Floor New York, NY 10022
William P. Kovacs	18750 Alsace Court Winfield, IL 60190
Donald R. Leopold	52 Waltham Street Lexington, MA 02173
H. Sean Mathis	P.O. Box 3044 Grand Central Station New York, NY 10163
Douglas K. Nelson	90 Rennie Road Catskill, NY 12414
William J. Shaw	2711 LBJ Freeway, Suite 200 Dallas, Texas 75234

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96 JUL 22 PM 2:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# SECRETARY OF STATE



## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited liability companies, limited partnership, and limited liability partnerships pursuant to Title 7 of the Nevada Revised Statutes; and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **USTRAILS INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since November 29, 1984, and is in good standing in this state.



IN WITNESS WHEREOF, I have hereunto set my hand  
and affixed the Great Seal of State, at my office, in  
Carson City, Nevada, on July 17, 1996.

*Dean Heller*  
Secretary of State

By *J. Shumaker*  
Certification Clerk

**FILED**  
96 JUL 22 PM 2:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CONTACT:

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TALLAHASSEE FL 32301

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(904) 681-6528

(Phone #)

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(Corporation Name)

2 \_\_\_\_\_  
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DIVISION OF STATE CORPORATIONS

**HOLD FOR  
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UCC SERVICES**

Examiner's Initials

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL  
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS  
IN FLORIDA**

US Trails Inc.

(Name of Corporation)

Nevada

(Incorporated Under Laws Of)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

2711 LBJ Freeway, Suite 200

(Mailing Address)

Dallas, Texas 75234

(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

Harry J. White, Jr.  
Signature

Vice President  
Title

Harry J. White, Jr.  
Typed or printed name

11-19-96  
Date