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FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

8:50 AM

((H98000001490 5))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036

CONTACT: KYLE L WHITE

PHONE: (407)843-4600

FAX #: (407)843-4444

NAME: OPRYLAND HOSPITALITY, INC.

AUDIT NUMBER.....H98000001490

DOC TYPE.....FOREIGN PROFIT QUALIFICATION

CERT. OF STATUS..1 PAGES..... 4

CERT. COPIES.....1 DEL.METHOD.. FAX

EST.CHARGE.. \$131.25

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

** INVALID SELECTION...PLEASE RE-ENTER **

ATTORNEY: SCT

CLIENT NO: 017322

MATTER NO: 57159

98 JAN 23 AM 10:56

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DIVISION OF CORPORATIONS

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98 JAN 23 AM 10:01

DIVISION OF CORPORATIONS

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01/21/98 WED 14:42 FAX 1 407 423 4495

LOWNDES DROSDICK

003

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. Opryland Hospitality, 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. Tennessee
(State or country under the law of which it is incorporated)
3. 62-1586924
(FEI number, if applicable)
4. 1/1/95
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Date of filing of application.
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)
7. c/o Sherrard & Roe, PLC
Suite 2000
424 Church Street
Nashville, TN 37219
(Current mailing address)
8. General partner of partnership which will own and develop real estate.
(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: Nicholas A. Pope
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.
Office Address: 215 North Eola Drive
Orlando Florida 32801
(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.

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LOWNDES DROSDICK

004

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)

Chairman: SEE ATTACHED

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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

President: SEE ATTACHED

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.

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

JACK VAUGHN, Senior Vice President

14.

Terry E. London, CFO and Treasurer

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

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OPRYLAND HOSPITALITY, INC.

Officers:

Title	Name	Business Address	City, State, Zip Code
Chairman	Edward L. Gaylord	9000 N. Broadway	Oklahoma City, OK 73125
President	Vacant		
SVP	Jack Vaughn	2800 Opryland Drive	Nashville, TN 37214
SVP	Joe Henry	2802 Opryland Drive	Nashville, TN 37214
SVP	Ray Waters	2800 Opryland Drive	Nashville, TN 37214
VP	Manfred Moritz	2802 Opryland Drive	Nashville, TN 37214
Treas. & CFO	Terry E. London	One Gaylord Drive	Nashville, TN 37214
Secretary	Vacant		

BOARD OF DIRECTORS

Name	Business Address	City, State, Zip Code
Jack Vaughn	2800 Opryland Drive	Nashville, TN 37214

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DIVISION OF CORPORATIONS
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**Secretary of State
Corporations Section**

James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306

H98000001490

ISSUANCE DATE: 01/21/1998
REQUEST NUMBER: 98021055
TELEPHONE CONTACT: (615) 741-6488
CHARTER/QUALIFICATION DATE: 12/28/1994
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0288222
JURISDICTION: TENNESSEE

TO:
SHERRARD & ROE
424 CHURCH ST

REQUESTED BY:
SHERRARD & ROE
424 CHURCH ST

NASHVILLE, TN 37219

NASHVILLE, TN 37219

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT
"OPRYLAND HOSPITALITY, INC."

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF
INCORPORATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
EXISTENCE OF THE CORPORATION HAVE BEEN PAID;
THAT THE MOST RECENT CORPORATION ANNUAL REPORT REQUIRED HAS BEEN FILED
WITH THIS OFFICE; AND
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 23 AM 10:56

FOR: REQUEST FOR CERTIFICATE

ON DATE: 01/21/98

FROM:
SHERRARD & ROE (424 CHURCH ST.)
424 CHURCH STREET
SUITE 2000
NASHVILLE, TN 37219-0000

RECEIVED: FEES \$10.00 \$10.00
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00002233123
ACCOUNT NUMBER: 00092398



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE