

M00000060072

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

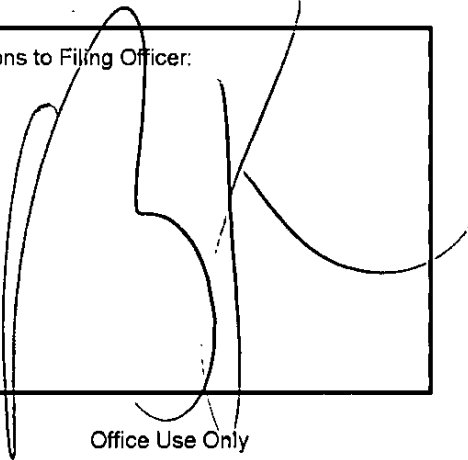
PICK-UP     WAIT     MAIL

(Business Entity Name)

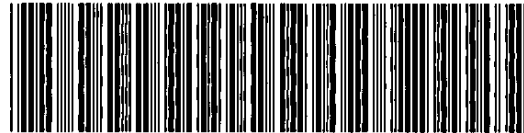
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 383907 4809148

AUTHORIZATION :

*Spuddean*

COST LIMIT : \$ 25.00

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : September 11, 2006

ORDER TIME : 2:09 PM

ORDER NO. : 383907-010

CUSTOMER NO: 4809148

CHANGE OF AGENT

NAME: HILTON GRAND VACATIONS  
COMPANY, LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Amanda Haddan

EXAMINER'S INITIALS: \_\_\_\_\_

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR LIMITED LIABILITY COMPANY**

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the limited liability company is: HILTON GRAND VACATIONS COMPANY, LLC
2. The mailing address of the limited liability company is : 6355 Metrowest Blvd., Suite 180,  
Orlando, FL 32835

3. Date of filing/registration in Florida January 7, 2000 4. Document number M0000000072

5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

Rebecca Sloan  
Name  
6355 Metrowest Blvd., Suite 180  
Address  
Orlando, FL 32835  
City, State and Zip

6. The name and address of the new registered agent and/or office:

Corporation Service Company  
Name  
1201 Hays Street  
Florida street address (P.O. Box NOT acceptable)  
Tallahassee FL 32301  
City, State and Zip

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If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.

[Signature]  
(Signature of a member or authorized representative of a member)

Rebecca L. Sloan, Member, Management Committee  
(Printed or typed name of signee)

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 as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

[Signature]  
(Signature of Registered Agent) Michelle R. Vannoy, Asst. V. P.

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314  
FILING FEE: \$25.00