M11000004021

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

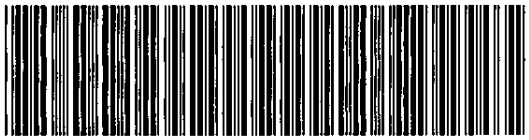
Special Instructions to Filing Officer:

Office Use Only

G. MCLEOD

AUG 11 2011

EXAMINER



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[redacted]

Orange Lake RESORTS

August 4, 2011

Sent Via FedEx

Florida Department of State
Division of Corporations
Registration Section
2661 Executive Center Circle
Tallahassee, Florida 32301
Attention: Gina McLeod

Re: Application by Foreign LLC for authorization to transact business in Florida, and Articles of Dissolution for a Limited Liability Company

Dear Ms. McLeod,

On June 7, 2011 OLCC Nevada, LLC was formed as a Florida LLC (L11000066435) in error.

Pursuant to your letter, Number 911A00017759, dated July 22, 2011, enclosed please find the form to dissolve OLCC Nevada, LLC as a Florida LLC.

In addition, I have enclosed the Application by Foreign LLC for authorization for OLCC Nevada, LLC to transact business in Florida. Along with the applications, and per your instruction, please find check # 417695 in the amount of $125.00 to cover the additional required filing fees and certificate of status for OLCC Nevada, LLC.

If you have any questions regarding the enclosures please do not hesitate to contact me at 407.905.1903.

Sincerely,

Doreen Varricchio

Doreen Varricchio
Corporate Paralegal
Orange Lake Resort
8505 W. Irlo Bronson Memorial Hwy.
Kissimmee, FL 34747
Ph: 407.905.1903
Fax: 407.239.1032
dvarricchio@orangelake.com

Cc: Shanna Hawes

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: OLCC Nevada, LLC
Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Shanna Hawes
Name of Person

Orange Lake Country Club, Inc.
Firm/Company

8505 W. Irlo Bronson Memorial Highway
Address

Kissimmee, FL 34747
City/State and Zip Code

shawes@orangelake.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Shanna Hawes at (407) 905-1904
Name of Person Area Code & Daytime Telephone Number

MAILING ADDRESS:
Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- ☐ $125.00 Filing Fee
- ☑ $130.00 Filing Fee & Certificate of Status
- ☐ $155.00 Filing Fee & Certified Copy
- ☐ $160.00 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. OLCC Nevada, LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C," "LLC.")

2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 27-2137791
(FEI number, if applicable)

4. 12-09-2009
(Date of Organization)

5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")

6. N/A
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 8505 W. Irlo Bronson Memorial Highway
Kissimmee, FL 34747
(Street Address of Principal Office)

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TALLAHASSEE, FLORIDA

8. If limited liability company is a manager-managed company, check here ☐

9. The name and usual business addresses of the managing members or managers are as follows:

Wilson Resort Group, LLC
8505 W. Irlo Bronson Memorial Highway
Kissimmee, FL 34747

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida:
Timeshare Development; Sales and Management

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Brian T. Lower
Typed or printed name of signee

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

OLCC Nevada, LLC

If unavailable, the alternate to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

NRAI SERVICES, INC.
(Name)

515 E. PARK AVENUE
Florida Street Address (P.O. Box NOT ACCEPTABLE)

TALLAHASSEE, FL 32301
City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating 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, Florida Statutes.

Gwendolyn Andrews
(Signature)

Gwendolyn Andrews, Special Assistant Secretary

$ 100.00 Filing Fee for Application
$ 25.00 Designation of Registered Agent
$ 30.00 Certified Copy (optional)
$ 5.00 Certificate of Status (optional)

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OLCC NEVADA, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF JULY, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "OLCC NEVADA, LLC" WAS FORMED ON THE NINTH DAY OF DECEMBER, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

Jeffrey W. Bullock, Secretary of State

4762618 8300

110815793

AUTHENTICATION: 8897807

DATE: 07-13-11

You may verify this certificate online at corp.delaware.gov/authver.shtml