Document Number Only 7000000426 660 EAST JEFFERSON STREET Requestor's Name TALLAHASSEE, FL 32301 Address 222-1092 City State Zip Phone CORPORATION(S) NAME International, () Profit () NonProfit () Amendment () Merger Limited Liability Co. () Dissolution/Withdrawal () Mark () Limited Partnership () Annual Report () Other () Reinstatement () Reservation () Change of R.A. () Fictitious Name Filing Certified Copy () Photo Copies () CUS () Call When Ready () Call if Problem () After 4:30 Waik in () Will Wait Pick Up () Mail Out Name Availability 7-18-97 Document Examiner FILING __ R. AGENT FEE ___35, W Updater C. COPY ____ Verifier Acknowledgment N. BANN . BALANGE GOR . . W.P. Verifier REFIIND

CR2E031 (1-89)

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.	Galileo International, L.I.					-C-	
	(Name of foreign limited liability con "L.C." if not so contained in the nam		e words "lin	nited company" or the	ir abbreviation	,	
2	Delaware		3	36-4169692	-	· · ·	
	(Jurisdiction under the law of which company is organized)	foreign limited liability		(FEI number, if app	licable)	' O'	
4.	July 11, 1997	5. Perpetu	al				
	(Date of Organization)	(Duration: ` or "perpe		l liability company will	cease to exist	_	
6.	Upon qualification.						
	(Date first transacted business in FI	orida. (See sections 608.501	, 608.502 and	817.155, F.S.)			
7. Suite 400, 9700 West Higgins Road							
	Rosemont, IL 60018 (Street address of principal office)						
8.	8. List and indicate in title space provided the name, title, and business address of each managing member [MGRM] or manager [MGR]. It is not necessary to list members. (attach additional page if necessary)						
	NAME & ADDRESS:	TITLE:	NAME&	ADDRESS:	TITLE:		
_	Galileo International, Inc.	MGRM				_	
<u>:</u>	Suite 400	-		·			
	9700 West Higgins Road	-					
_1	Rosemont, IL 60018	-					
					-		
					-		

Filing Fee: \$ 52.50 for Application

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

	W 18
The undersigned member or authorized representative of	
International, L.L.C.	deposes and says:
1) the above named limited liability company has at leas	t one member.
2) the total amount of cash contributed by the member(s	s) is \$ <u>1.00</u> .
3) if any, the agreed value of property other than cash of \$ A description of the property	
4) the total amount of cash or property anticipated to be \$\frac{1.00}{}\$. This total includes amounts from	
Beliet May	
Signature of a member or authorized represen	tative of a member.

constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Filing Fee: \$52.50 for Affidavit

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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the limited liability company is: Galileo International, L.L.C
 2.	The name and address of the registered agent and office is:
	C_T_CORPORATION_SYSTEM (Name)
	C/O C T CORPORATION, 1200 South Pine Island Road, (P.O. Box not acceptable)
	Dioptation Florida 22224

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.

(City/State/Zip)

C T CORPORATION SYSTEM

Theresa B. Taylor Asst. Sec.

FILING FEE: \$35 for Designation of Registered Agent

State of Delaware Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "GALILEO INTERNATIONAL, L.L.C." 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 SIXTEENTH DAY OF JULY, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

SECRETARY SO STATE ONS DIVISION OF CORPORATIONS



Edward J. Freel, Secretary of State

AUTHENTICATION:

8560027

DATE:

07-16-97

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