# M99000000000

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BIVISION OF BORD GRADIENS

T. HAMPTON

JAN - 8 2011

EXAMINER

# **COVER LETTER**

TO:

TO: Registration Section Division of Corporations		
SUBJECT: Hilton Grand Vacations D  Name of Foreign	evelopment Company ign Limited Liability Cor	
Dear Sir or Madam:		
The enclosed application, certificate and fee(s	s) are submitted for filing	
Please return all correspondence concerning t	his matter to the followin	g:
Kristen N. King		
Name of Person		
Hilton Grand Vacations		
Firm/Company		•
5323 Millenia Lakes Boulevard, S	Suite 400	
Address		
Orlando, FL 32839		
City/State and Zip Cod	de	
krking@hgvc.com		
E-mail address: (to be used for future annua	ar report notification)	
For further information concerning this matter	r, please call:	
Kristen N. King	at ( 407 )	722-3684
Name of Person	Area Code & Dayti	me Telephone Number
STREET/COURIER ADDRESS: Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, Florida 32301	Regis Divis P.O. I	LING ADDRESS: tration Section ion of Corporations Box 6327 nassee, Florida 32314
Enclosed is a check for the following amoun	\$55 Filing Fee &	\$60 Filing Fee, Certificate of Status & Certified Copy



# FLORIDA DEPARTMENT OF STATE Division of Corporations

RECEIVED

11 JAN -4 PM 4:00

SECRETARY OF STATE TALLAHASSEE, FLORIDA

December 21, 2010

KRISTEN N KING HILTON GRAND VACATIONS 5323 MILLENIA LAKES BLVD - STE 400 ORLANDO, FL 32839

SUBJECT: HILTON GRAND VACATIONS DEVELOPMENT COMPANY-LAS

VEGAS, LLC

Ref. Number: M99000000807

We have received your document for HILTON GRAND VACATIONS DEVELOPMENT COMPANY-LAS VEGAS, LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6855.

Tammy Hampton Regulatory Specialist II

Letter Number: 310A00029511



January 3, 2011

#### Sent via Fed Ex

Florida Department of State Division of Corporations Attn: Tammy Hampton PO Box 6327 Tallahassee, FL 32314

Re: Hilton Grand Vacations Development Company-Las Vegas, LLC; Ref. Number: M99000000807

Dear Ms. Hampton,

Pursuant to your request enclosed please find a Certificate of Name Change from the Nevada Secretary of State reflecting that the name of Hilton Grand Vacations Development Company-Las Vegas, LLC is now Hilton Grand Vacations Management, LLC.

In the event you have any questions or need anything further I can be reached by email at krking@hgvc.com or by phone at 407-722-3684.

Sincerely,

Kristen N. King Corporate Paralegal

Enclosures: Florida Department of State Letter Certificate of Name Change



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

### **SECTION I (1-3 must be completed)**

1.	Name of limited liability company as it appears on the records of the Florida Department of State: Hilton Grand Vacations Development Company-Las Vegas, LLC	
2.	Jurisdiction of its organization: Nevada	
3.	Date authorized to do business in Florida: 5/26/1999	
	SECTION II (4-7 complete only the applicable changes)	
4.	If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? November 17, 2010	
5.	New name of the limited liability company: Hilton Grand Vacations Management, LLC (must end with "Limited Liability Company," "L.L.C.," or "LLC.")	
Flo the	f name unavailable, enter alternate name adopted for the purpose of transacting business in orida and attach a copy of the written consent of the managers or managing members adopting e alternate name. The alternate name must end with "Limited Liability Company," "L.L.C." "LLC.")	
6.	If the amendment changes the period of duration, indicate new period of duration:	
7.	If the amendment changes the jurisdiction of organization, indicate new jurisdiction:	
	If the amendment corrects any false statement, indicate the statement being corrected and the correction:	
— Э.	Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdictions under the law of which this entity is beganized.  Signature of a member or the authorized representative of a member	HU 人名71.440.55
	Rebecca L. Sloan, Manager/Senior Vice President  Typed or printed name of signee	MATATE
	Filing Fee: \$25.00	



## **CERTIFICATE OF NAME CHANGE**

I, ROSS MILLER, the duly qualified and elected Nevada Secretary of State, do hereby certify that on November 17, 2010, a Certificate of Amendment to its Articles of Organization changing the name to HILTON GRAND VACATIONS MANAGEMENT, LLC., was filed in this office by HILTON GRAND VACATIONS DEVELOPMENT COMPANY-LAS VEGAS, LLC.. Said change of name has been made in accordance with the laws of the State of Nevada and that said Certificate of Amendment is now on file and of record in this office.



Certified By: Joann Larson Certificate Number: C20101228-1367 You may verify this certificate online at http://www.nvsos.gov/ IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on December 30, 2010.

ROSS MILLER Secretary of State





ROSS MILLER Secretary of State 204 North Carson Street, Suite 1 Carson City, Nevada 89701-4520 (775) 684-5708 Website: www.nvsos.gov

Filed in the office of

Ross Miller

Secretary of State

State of Nevada

Document Number

00002942286-23

Filing Date and Time

11/17/2010 7:31 AM

Entity Number

LLC5286-1997

Amendment to Articles of Organization

(PURSUANT TO NRS 86.221)

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

Certificate of Amendment to Articles of Organization
For a Nevada Limited-Liability Company
(Pursuant to NRS 86.221)

1. Name of limited-liability company:	
Hilton Grand Vacctions Development Company-Lass  3. The company is managed by: Managers OR Members Vegas, UC.	
2. The company is managed by: Managers OR (check only one box) Members Vegas, W.	
3. The articles have been amended as follows: (provide article numbers, if available)*	
Article 1: Name of limited Liability Company:	
Hilton Grand Vacations management, UC	۱ ا

4. Signature (must be signed by at least one manager or by a managing member):

X Killia XloG

- \* 1) If amending company name, it must contain the words "Limited-Liability Company," "Limited Company," or "Limited," or the abbreviations "Ltd.," "L.L.C.," or "L.C.," "LLC" or "LC." The word "Company" may be abbreviated as "Co."
  - 2) If adding managers, provide names and addresses.

FILING FEE: \$175.00

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.