



THE UNITED STATES
CORPORATION
COMPANY

P38329

ACCOUNT NO. : 072100000032

REFERENCE : 506123 7129995

AUTHORIZATION : *Patricia Pizjts*

COST LIMIT : \$ 35.00

ORDER DATE : August 22, 1997

ORDER TIME : 10:54 AM

ORDER NO. : 506123-295

100002281481--2

CUSTOMER NO: 7129995

CUSTOMER: Ms. Jennifer Sherk
Westin Hotels & Resorts
2001 6th Avenue

Seattle, WA 98121

CHANGE OF AGENT

NAME: WESTIN VACATION MANAGEMENT
CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Warren Whittaker

FILED
97 AUG 29 PM 4:05
TALLAHASSEE, FLORIDA

9/12
John R. Change

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508,
Florida Statutes, the undersigned corporation organized under the laws of the State of
DELAWARE submits the following statement in order to change its registered office
or registered agent, or both, in the State Florida.

1a. The name of the corporation is: _____

WESTIN VACATION MANAGEMENT CORPORATION

1b. Date of incorporation: _____

Document number _____

2. The name and address of the current registered agent and office:

C T CORPORATION SYSTEM

1200 SO. PINE ISLAND DRIVE

PLANTATION

FL

33324

3. The name and address of the new registered agent and office:

(P.O. Box Not Acceptable)

CORPORATION SERVICE COMPANY

1201 Hays Street, Tallahassee, Florida 32301

The street address of its registered agent and the street address of the business office
of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by
an officer so authorized by the board.

Catherine Walker
SIGNATURE
8/8/97
DATE

CATHERINE WALKER
VICE PRESIDENT

Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION 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 RELATIVE TO THE PROPER AND COM-
plete PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

CORPORATION SERVICE COMPANY
SIGNATURE By: *Vicki Schreiber*
ASST VICE PRESIDENT
DATE 8/27/97