FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

PROFIT CORPORATION ANNUAL REPORT

1996

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
May 31 1996 8:00 am
Secretary of State

DOCUMENT # P15560

1. Corporation Name

INTERVAL INTERNATIONAL HOLDINGS, INC.

Principal Place of Business
6262 Sunset Drive, PH 1
Miami, FL 33143

Mailing Address
6262 Sunset Drive, PH 1
Miami, FL 33143
Attention: Legal Dept.

3. Date Incorporated or Qualified: 02/24/1995

3a. Date of Last Report:

2. Principal Place of Business (21)

2a. Mailing Address (26)

Suite Apt #, etc (22)

Suite Apt #, etc (27)

City & State (23)

City & State (28)

Zip (24) Country (25)

Zip (29) Country (30)

4. FEI Number: 65-0575608 — Applied For / Not Applicable

5. Certificate of Status Desired [ ] **$8.75** Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution [ ] **$5.00** May Be Added to Fees

8. This corporation has liability for intangible tax under s. 199.032 Florida Statutes [ ] Yes [X] No

9. Name and Address of Current Registered Agent

MARBERT, JEANETTE E.
6262 Sunset Drive, PH 1
Miami, FL 33143

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City FL 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE: Signature of a member of the Board of Directors or Trustees or the Registered Agent — Typed or Printed Name of Person Signing — DATE

12. OFFICERS AND DIRECTORS

TITLE	D/P	[ ] DELETE
NAME	NASH, CRAIG M.	
STREET ADDRESS	6262 Sunset Drive, PH 1	
CITY, ST, ZIP	Miami, FL 33143	
TITLE	D/V	[ ] DELETE
NAME	RISHELL, PAUL W.	
STREET ADDRESS	6262 Sunset Drive, PH 1	
CITY, ST, ZIP	Miami, FL 33143	
TITLE	T	[ ] DELETE
NAME	KREVAT, STEVE	
STREET ADDRESS	6262 Sunset Drive, PH 1	
CITY, ST, ZIP	Miami, FL 33143	
TITLE	S	[ ] DELETE
NAME	MARBERT, JEANETTE E.	
STREET ADDRESS	6262 Sunset Drive, PH 1	
CITY, ST, ZIP	Miami, FL 33143	
TITLE	AS	[ ] DELETE
NAME	KELLY, ILYSE MARKS	
STREET ADDRESS	6262 Sunset Drive, PH 1	
CITY, ST, ZIP	Miami, FL 33143	
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY, ST, ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE		[ ] Change [ ] Addition
1.2 NAME		
1.3 STREET ADDRESS		
1.4 CITY, ST, ZIP		
2.1 TITLE		[ ] Change [ ] Addition
2.2 NAME		
2.3 STREET ADDRESS		
2.4 CITY, ST, ZIP		
3.1 TITLE		[ ] Change [ ] Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY, ST, ZIP		
4.1 TITLE		[ ] Change [ ] Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY, ST, ZIP		
5.1 TITLE		[ ] Change [ ] Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY, ST, ZIP		
6.1 TITLE		[ ] Change [ ] Addition
6.2 NAME		
6.3 STREET ADDRESS		
6.4 CITY, ST, ZIP		

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Jeanette E. Marbert — 5/30/96 — (305) 666-1861

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Jeanette E. Marbert, Secretary

CR2E034 (12/95)