FILED Mar 09, 2005 8:00 am Secretary of State

03-09-2005 90037 032 ***158.75

	2005		NNUA		PORT	TION
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1. Entity Na	ame					- 14

WILSON TRAVEL GROUP, INC. Principal Place of Business Mailing Address 50023970 8505 W IRLO BRONSON MEM HWY 8505 W IRLO BRONSON MEM HWY KISSIMMEE, FL 34747-8201 KISSIMMEE, FL 34747-8201 2. Principal Place of Business 3. Mailing Address Suite, Apt. #, etc. Suite, Apt. #, etc. 01052005 CR2E034 (10/03) Chg-P City & State City & State 4. FEI Number Applied For 59-3306307 Not Applicable Zip Country Country \$8.75 Additional 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent 7. Name and Address of New Registered Agent Name LOWER, BRIAN T Street Address (P.O. Box Number is Not Acceptable) 8505 WEST IRLO BRONSON MEMORIAL HIGHWAY KISSIMMEE, FL 34747-8201 City Zip Code FL 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. SIGNATURE. Signature, typed or printed name of registered agent and title if applicable. (NDTE: Registered Agent signature required when reinstating) DATE 9. Election Campaign Financing \$5.00 May Be FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00 Trust Fund Contribution. OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 10. TITLE DC Delete TITLE ☐ Change Addition WILSON, SPENCE NAME NAME 1629 WINCHESTER ROAD STREET ADDRESS STREET ADDRESS CITY+ST-7IP MEMPHIS, TN 38116 CITY-ST-7IP ☐ Change **PCEO** TITLE Delete TITLE Addition SWAN, CHARLES K III NAME NAME STREET ADDRESS 8505 W IRLO BRONSON MEM HWY STREET ADDRESS CITY-ST-ZIP KISSIMMEE, FL 34747 CITY-ST-ZIP DVP TITLE Delete IELE ☐ Change Addition WILSON, ROBERT A NAME NAME STREET ADDRESS 1629 WINCHESTER RD. STREET ADDRESS MEMPHIS, TN 38116 CITY-ST-7IP CITY-ST-ZIP TITLE Delete TITLE ☐ Change Addition NAME BATT, WILLIAM R NAME 1629 WINCHESTER RD. STREET ADDRESS STREET ADDRESS MEMPHIS, TN 38116 CITY-ST-ZIP CITY-ST-ZIP Change TITLE ☐ Delete TITLE Addition WILSON, CAROLE W NAME NAME STREET ADDRESS 1629 WINCHESTER RD. STREET ADDRESS MEMPHIS, TN 38116 CCTY-ST-ZIP CITY-ST-ZIP TILE Delete TITLE □ Change ■ Addition MOORE, BETTY W NAME NAME STREET ADDRESS 1629 WINCHESTER RD. STREET ADDRESS CITY-ST-ZIP MEMPHIS, TN 38116 CITY-ST-7IP

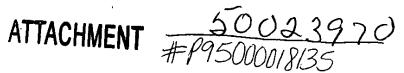
12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or twistee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an additional content of the corporation of the corporati

SIGNATURE:

SIGNATURE

<u>Charles K. Swan III, President 3/3/05 407.239.0000</u>

WAME OF SIGNING OFFICER OR DIRECTOR



WILSON TRAVEL GROUP, INC. (FEI # 59-3306307)

8700 Trail Lake Dr. West, Suite 300 Memphis, TN 38125

Spence Wilson	D/C
Robert A. Wilson	D/VP
C. Kemmons Wilson, Jr.	D/VP
Betty Wilson Moore	. D
Carole Wilson West	D
William R. Batt	T
R.E. Wallin	S

8505 West Irlo Bronson Memorial Highway Kissimmee, FL 34747

Charles K. Swan III	P/CEO
Brian T. Lower	Sr. VP/Asst. S
Thomas R. Nelson	Sr. VP/CFO
Robert L. Shaw	VP
Catherine Ann Duncan	Asst. VP

D=Director, C=Chairman, P=President, CEO=Chief Executive Officer, CFO=Chief Financial Officer, Sr. VP=Senior Vice President, VP=Vice President, S=Secretary, T=Treasurer, Asst.=Assistant