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FILED
Jun 17 1997 8:00am
Secretary of State

AMENDED PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P96000103256 (9)

1. Corporation Name
VISTANA, INC.

Principal Place of Business

**8801 VISTANA CENTRE DR
ORLANDO FL 32821**

Mailing Address

**8801 VISTANA CENTRE DR
ORLANDO FL 32821-6354**

3. Date Incorporated or Qualified 12/23/1996	3a. Date of Last Report N/A
4. FEI Number 59-3414620	Applied For ☐ Not Applicable
5. Certificate of Status Desired XX	\$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 XX Yes ☐ No	

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Zip
24 Country	29 Country
25	30

9. Name and Address of Current Registered Agent

**C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324**

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable) 200002215972
83 -06/18/97--01067--023
84 City ***61.25
85 Zip Code FL

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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	☐ DELETE	1.1 TITLE	C/D ☐ Change ☒ Addition
NAME		1.2 NAME	Raymond L. Gellein, Jr.
STREET ADDRESS		1.3 STREET ADDRESS	8801 Vistana Centre Drive
CITY-ST-ZIP		1.4 CITY-ST-ZIP	Orlando, Florida 32821
TITLE	☐ DELETE	2.1 TITLE	P/D ☐ Change ☒ Addition
NAME		2.2 NAME	Jeffrey A. Adler
STREET ADDRESS		2.3 STREET ADDRESS	8801 Vistana Centre Drive
CITY-ST-ZIP		2.4 CITY-ST-ZIP	Orlando, Florida 32821
TITLE	☐ DELETE	3.1 TITLE	EVP/COO/AS ☐ Change ☒ Addition
NAME		3.2 NAME	Matthew E. Avril
STREET ADDRESS		3.3 STREET ADDRESS	8801 Vistana Centre Drive
CITY-ST-ZIP		3.4 CITY-ST-ZIP	Orlando, FLorida 32821
TITLE	☐ DELETE	4.1 TITLE	SVP/S ☐ Change ☒ Addition
NAME		4.2 NAME	Susan Werth
STREET ADDRESS		4.3 STREET ADDRESS	8801 Vistana Centre Drive
CITY-ST-ZIP		4.4 CITY-ST-ZIP	Orlando, Florida 32821
TITLE	☐ DELETE	5.1 TITLE	SVP/CFO/T/AS ☐ Change ☒ Addition
NAME		5.2 NAME	John M. Sabin
STREET ADDRESS		5.3 STREET ADDRESS	8801 Vistana Centre Drive
CITY-ST-ZIP		5.4 CITY-ST-ZIP	Orlando, Florida 32821
TITLE	☐ DELETE	6.1 TITLE	V ☐ Change ☒ Addition
NAME		6.2 NAME	Carol Lytle
STREET ADDRESS		6.3 STREET ADDRESS	8801 Vistana Centre Drive
CITY-ST-ZIP		6.4 CITY-ST-ZIP	Orlando, Florida 32821

14. I do 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 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. 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.

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CONTINUATION

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

7.1	TITLE	D	☐ Change	☒ Addition
7.2	NAME	Steven J. Heyer		
7.3	STREET ADDRESS	8801 Vistana Centre Drive		
7.4	CITY-ST-ZIP	Orlando, Florida 32821		
8.1	TITLE	D	☐ Change	☒ Addition
8.2	NAME	Laurence S. Geller		
8.3	STREET ADDRESS	8801 Vistana Centre Drive		
8.4	CITY-ST-ZIP	Orlando, Florida 32821		
9.1	TITLE	D	☐ Change	☒ Addition
9.2	NAME	Charles E. Harris		
9.3	STREET ADDRESS	8801 Vistana Centre Drive		
9.4	CITY-ST-ZIP	Orlando, Florida 32821		