

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION FOR REINSTATEMENT
 FLORIDA DEPARTMENT OF STATE
 Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 01 DEC 14 AM 9:44
 300004739643
 -12/26/01-01088-001
 ***158.75 ***150.00

DOCUMENT # F0000003169
 1. Corporation Name
 HRN MARKETING SERVICES, INC.

Principal Place of Business Mailing Address
~~12000 BISCAIYNE SUITE 216 MIAMI FL 33181~~
~~42000 BISCAIYNE SUITE 216 MIAMI FL 33181~~



2. New Principal Office Address, If Applicable
 8140 Walnut Hill Lane
 Suite, Apt. #, etc. Suite 400
 City & State Miami FL
 Zip 33181
 Country USA

3. New Mailing Office Address, If Applicable
 8140 Walnut Hill Lane
 Suite, Apt. #, etc. Suite 800
 City & State Dallas TX
 Zip 75231
 Country USA

4. Date Incorporated or Qualified To Do Business in Florida 06/05/2000
 5. FEI Number 75-2872045 Applied For Not Applicable
 6. CERTIFICATE OF STATUS DESIRED \$8.75 Additional Fee required for a Certificate of Status

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

Title(s)	Name of Officers and/or Directors	Street Address of Each Officer and/or Director	City / State / Zip
DCEO	LITMAN, DAVID	8140 WALNUT HILL LANE, SUITE 203 800	DALLAS TX 75231
PD	DIENER, ROBERT	8140 WALNUT HILL LANE, SUITE 203 800 12000 Biscayne Blvd Suite 400	DALLAS TX 75231 Miami, FL 33181
GT	MARTIN, SHAUNA	8140 WALNUT HILL LANE, SUITE 203	DALLAS TX 75231 Miami
S	Porter, Gregory	8140 Walnut Hill Lane, Suite 800	Dallas TX 75231
CEO	Robinson, Mel	8140 Walnut Hill Lane Suite 800	Dallas TX 75231
EVP	D'Arcy, Sandra	8140 Walnut Hill Lane Suite 800	Dallas TX 75231

8. Name and Address of Current Registered Agent
 C T CORPORATION SYSTEM
 1200 SOUTH PINE ISLAND ROAD
 PLANTATION FL 33324

9. Name and Address of New Registered Agent
 Name Capital Corporate Services, Inc.
 Street Address (P.O. Box Number is Not Acceptable) 1333 N. Duval Street
 Suite, Apt. #, Etc.
 City Tallahassee State FL Zip Code 32303

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.
 Signature of Registered Agent Delanu Case, asst. Sec.
 REGISTERED AGENT MUST SIGN
 300004739643
 -12/26/01-01088-001
 Date ***158.75 ***150.75

11. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(i), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE: Gregory Porter Date Nov. 19, 2001
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Daytime Phone #

CR2E040 (8/01)



November 19, 2001

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Gentlemen:

Enclosed is a check in the amount of \$158.75 in payment of the regular filing fee of \$150.00 and for a Certificate of Status along with our application for reinstatement of HRN Marketing Services, Inc.

We hereby request a waiver of the reinstatement fee for HRN Marketing Services, Inc. All corporate business, the issuing of checks, signatures of officers, submission of forms is transacted at 8140 Walnut Hill Lane, Suite 800, Dallas, TX 75231, and prior to receipt of the current application, we had no notification that the Uniform Business Report was due.

We have taken steps to insure that any future reports are addressed and mailed directly to our Secretary and General Counsel. We are very sorry for an inconvenience this may have caused.

Yours truly,

HOTEL RESERVATIONS NETWORK

A handwritten signature in cursive script, appearing to read "Terri Reynolds", is written over the typed name.

Terri Reynolds
Assistant General Counsel