

F13000004641

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

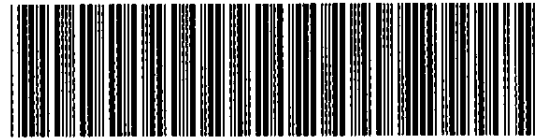
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

MRS
10/28/13



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 855335 4813078

AUTHORIZATION :

COST LIMIT :

[Handwritten Signature]
\$70.00

ORDER DATE : October 22, 2013

ORDER TIME : 12:43 PM

ORDER NO. : 855335-005

CUSTOMER NO: 4813078

FOREIGN FILINGS

NAME: ADVENTURES BY DISNEY TRAVEL
SERVICES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 52956

EXAMINER: _____

895335



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13 OCT 25 PM 4:27

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS
Division of Corporations

October 23, 2013

CSC
ATTN: SUSIE KNIGHT
WALK-IN

RESUBMIT
Please give original
submission date as file date.

SUBJECT: ADVENTURES BY DISNEY TRAVEL SERVICES, INC.
Ref. Number: W13000058781

We have received your document for ADVENTURES BY DISNEY TRAVEL SERVICES, INC.. However, the document has not been filed and is being returned for the following:

By Judicial Decree the word DISNEY may not be used as a part of any business entity name when that name might be confused with Walt Disney Enterprises.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

6378
Ruby Dunlap
Regulatory Specialist II

Letter Number: 013A00024705



WALT DISNEY Parks and Resorts U.S., Inc.

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October 25, 2013

State of California
Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

To Whom It May Concern:

Walt Disney Parks and Resorts U.S., Inc. does hereby consent to the use of the name **Adventures by Disney Travel Services, Inc.**, in connection with the qualification to do business in the State of Florida.

Please proceed immediately with the filing of the Application by Foreign Corporation for Authorization to Transact Business in Florida on an expedited basis. If you have any questions, please contact me at (818) 560-1878.

Thank you for your assistance in this matter.

Very truly yours,

Marsha L. Reed
Vice President and Secretary

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Adventures by Disney Travel Services, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 20-4092317
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. 12/19/2005 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon filing
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 190 Center Street Promenade, Anaheim, CA 92805
(Principal office address)

500 S. Buena Vista Street, Burbank, CA 91521
(Current mailing address)

8. Travel agency.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)
Name: Jeffrey S. Craigmile
Office Address: 1375 Buena Vista Drive, 4th Floor North
Lake Buena Vista, Florida 32830
(City) (Zip code)

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10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: Jeffrey S. Craigmile
(Registered agent's signature) JEFFREY S. CRAIGMILE

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

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Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Marsha L. Reed

Address: 500 S. Buena Vista Street, Burbank, CA 91521

Director: _____

Address: _____

B. OFFICERS

President: Karl L. Holz

Address: 200 Celebration Place, Celebration, FL 34747

Vice President: Kenneth M. Potrock

Address: 1390 Celebration Blvd., Celebration, FL 34747


Secretary: Marsha L. Reed

Address: 500 S. Buena Vista Street, Burbank, CA 91521

Treasurer: John A. Stowell

Address: 500 S. Buena Vista Street, Burbank, CA 91521

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  _____
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Marsha L. Reed, Secretary

(Typed or printed name and capacity of person signing application)

**ADVENTURES BY DISNEY TRAVEL SERVICES, INC.
OFFICERS AND DIRECTORS**

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Karl L. Holz	President	200 Celebration Place Celebration, FL 34747
Kenneth M. Potrock	Senior Vice President	1390 Celebration Blvd. Celebration, FL 34747
Thomas R. Poulsen	Vice President	500 South Buena Vista Street Burbank, CA 91521
Peter E. Steinman	Vice President	500 South Buena Vista Street Burbank, CA 91521
Marsha L. Reed	Secretary / Director	500 South Buena Vista Street Burbank, CA 91521
John A. Stowell	Treasurer	500 South Buena Vista Street Burbank, CA 91521
Henry C. Priest	Assistant Treasurer	1170 Celebration Blvd. Celebration, FL 34747
Michael Salama	Assistant Treasurer	500 South Buena Vista Street Burbank, CA 91521
Aaron H. Solomon	Assistant Treasurer	1170 Celebration Blvd. Celebration, FL 34747

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Delaware

The First State

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TALLAHASSEE, FLORIDA

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ADVENTURES BY DISNEY TRAVEL SERVICES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF OCTOBER, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ADVENTURES BY DISNEY TRAVEL SERVICES, INC." WAS INCORPORATED ON THE NINETEENTH DAY OF DECEMBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

4079597 8300

131221623



You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0832337

DATE: 10-22-13