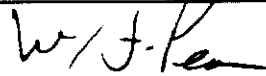


No. C110649	Annual Report Form 1999 <i>Due No Later Than November 30,</i>		2. Registered Agent and Office NOT A P.O. BOX
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED	1. Mailing Address - Please Correct, If Not Correct TRENDWEST RESORTS, INC. ATTN LEGAL DEPARTMENT PO BOX 97054		CT CORPORATION SYSTEM 300 N. 6TH ST. BOISE ID 83701
	REDMOND WA 98073 9754		3. Organized Under the Laws of: OR C116649
* FIRST NOTICE *			

Corporations: Enter Names and Business Addresses of **President, Secretary and Directors**
 Limited Liability Companies: Enter Names and Addresses of ☐ **Managers** or ☐ **Members** (check one)

<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
--------------------	-------------	-------------------------------	-------------	--------------	------------

Please See Attached

5. Signature of New Registered Agent	6. 	
	Signature _____ Name <small>(Typed or Printed)</small> Mr. William F. Peare	Date 07/22/99 Title President & Director

ISSUED: 07-03-1999

8938

**OFFICERS AND DIRECTORS OF
TRENDWEST RESORTS, INC.**

<u>Name</u>	<u>Title</u>	<u>Address</u>
William F. Peare	President & Director	9805 Willows Road NE Redmond, WA 98052
Roderick C. Wendt	Vice President & Director	3303 Lakeport Blvd. Klamath Falls, OR 97601
Jeffery P. Sites	Secretary & Director	9805 Willows Road NE Redmond, WA 98005
Douglas P. Kintzinger	Assistant Vice President & Director	3303 Lakeport Blvd. Klamath Falls, OR 97601
Jerol A. Andres	Director	P.O. Box 1215 Redmond, OR 97756
Linda Tubbs	Director	P.O. Box 3131 – MAC 6101-203 Portland, OR 97208
Harry Demorest	Director	222 S.W. Columbia, Suite 1575 Portland, OR 97201
Mike Hollern	Director	296 S.W. Columbia, Suite A Portland, OR 97702
Gary A. Florence	Treasurer	9805 Willows Road NE Redmond, WA 98052