

**Electronic Articles of Incorporation
For**

P04000098971
FILED
June 30, 2004
Sec. Of State
ysquire

TIMESHARE ASSOCIATES INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

TIMESHARE ASSOCIATES INC.

Article II

The principal place of business address:

708 E. TARPON AVENUE
SUITE #40
TARPON SPRINGS, FL. 34689

The mailing address of the corporation is:

708 E. TARPON AVENUE
SUITE #40
TARPON SPRINGS, FL. 34689

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

10000

Article V

The name and Florida street address of the registered agent is:

JOSEPHINE A MATHEWS
9333 PARK BLVD
LOT #5A
SEMINOLE, FL. 33777

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JOSEPHINE A. MATHEWS

Article VI

The name and address of the incorporator is:

RICHARD E WHITTLETON JR.
1561 DOUBLOON DRIVE

Incorporator Signature: RICHARD E WHITTLETON JR.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
RICHARD E WHITTLETON JR.
1561 DOUBLOON DRIVE
HOLIDAY, FL. 34690

Title: VP
RICHARD E WHITTLETON JR.
1561 DOUBLOON DRIVE
HOLIDAY, FL. 34690

Title: S
RICHARD E WHITTLETON JR.
1561 DOUBLOON DRIVE
HOLIDAY, FL. 34690

Title: T
RICHARD E WHITTLETON JR.
1561 DOUBLOON DRIVE
HOLIDAY, FL. 34690

Article VIII

The effective date for this corporation shall be:

06/30/2004