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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 922-4001

From:

Account Name : ACE INDUSTRIES, INC.  
Account Number : 070744001530  
Phone : (305) 358-2571  
Fax Number : (305) 358-7832

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

VACATION MAKERS INTERNATIONAL INC.

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ARTICLES OF INCORPORATION

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article 1: Name of Corporation: VACATION MAKERS INTERNATIONAL  
Address of Corporation: 19350 NE 1ST PLACE  
MIAMI, FLORIDA 33179

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000,000 , with a par value of \$1.00 .  
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: NABY V. D'METAYER  
REGISTERED OFFICE: 19350 NE 1ST PLACE  
MIAMI, FLORIDA 33179

\* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

11 / 10 / 99  
Date

*Naby D'metayer*  
Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).  
First listed is President, second is Vice President, then Secretary/Treasurer.

1. NABY V. D'METAYER, 19350 NE 1ST PLACE, MIAMI, FLORIDA 33179
2. RUPERT ALEXANDER, 1950 S. OCEAN DRIVE, HALLANDALE, FLORIDA 33009
3. RUPERT ALEXANDER, 1950 S. OCEAN DRIVE, HALLANDALE, FLORIDA 33009

Article 5: The NAME and ADDRESS of the INCORPORATOR is:  
NABY V. D'METAYER  
19350 NE 1ST PLACE  
MIAMI, FLORIDA 33179

In witness whereof, I have subscribed my name:

*Naby D'metayer*  
Signature of Incorporator

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Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miami, FL 33136, (305) 358-2571