

P95000002495
William D. Clark
Attorney and Counselor at Law

P.O. Box 200
Vero Beach, FL 32904-0200
Telephone (813) 405-7104

January 6, 1995

VIA Federal Express Airbill # 1489333812

New Filings Section
Division of Corporations
Florida Department of State
409 E. Gaines St
Tallahassee, FL 32301-2412

FILED
95 JAN -9 PM 3:51
DIVISION OF CORPORATIONS
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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***122.50 ***122.50

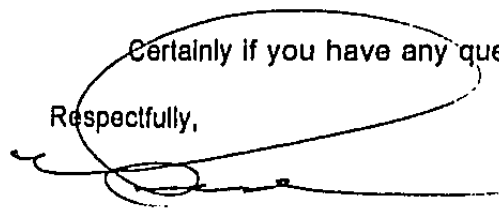
Gentlemen:

Enclosed you will find an original and one copy of new Articles of Incorporation for ALOHA KAI VACATION RENTALS, INC.

Also enclosed is my check in the amount of \$122.50 which constitutes the \$70.00 filing fee and the \$52.50 fee for a certified copy after the articles are filed.

Certainly if you have any questions, please feel free to give me a call.

Respectfully,



William D. Clark
Attorney at Law

WDC:pbn

D. BROWN JAN 10 1995

ARTICLES OF INCORPORATION
OF
ALOHA KAI VACATION RENTALS, INC.

FILED
95 JAN -9 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Aloha Kai Vacation Rentals, Inc.

ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business and mailing address of this corporation shall be:
6020 Midnight Pass Rd, Sarasota, FL 34242-3212.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common voting stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV PREEMPTIVE RIGHTS

No preemptive rights are to be granted to shareholders.

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The street address of the corporation's initial registered office and the name of its initial registered agent at that office is: Ruth A. Ball, 7425 Bounty Dr, Sarasota, FL 34231-7921.

ARTICLE VI WRITTEN ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature Ruth A. Ball
November 6, 1995

ARTICLE VII INCORPORATORS

The name and street address of the incorporator of these Articles of Incorporation is: Ruth A. Ball, 7425 Bounty Dr, Sarasota, FL 34231-7921.

ARTICLE VIII PURPOSE

The general nature of the business or businesses to be transacted by this

corporation, together with and in addition to those powers conferred by the laws of the State of Florida and the United States of America and the principles of common law upon corporations organized under and by virtue of the laws of Florida, are the following, viz:

As principal, agent, or broker, and on commission or otherwise: to buy, sell, exchange, lease, let, grant, or take licenses in respect of, improve, develop, repair, manage, maintain, and operate real property of every kind, corporeal and incorporeal, and every kind of estate, right, or interest therein or pertaining thereto.

To buy, sell, deal in, lease, hold or improve real estate and the fixtures and personal property incidental thereto or connected therewith, and with that end in view, to acquire by purchase, lease, hire, or otherwise, lands, tenements, hereditaments or any interest therein, and to improve the property of the corporation, and to sell, lease, mortgage and pledge or otherwise dispose of the lands, tenements, hereditaments or other property of the corporation; to construct, erect, equip, repair and improve houses, buildings, public or private roads and all appurtenances and equipment necessary thereto or connected therewith;

To take, own, hold, deal in, mortgage or otherwise give liens against, and to lease, sell, exchange, transfer or in any manner whatever to dispose of real property within or without the State of Florida, wherever situated;

To manufacture, purchase or otherwise acquire in any lawful manner and to hold, own, mortgage, pledge or otherwise to give liens against, lease, sell, assign, transfer, or in any manner dispose of, deal in and trade with and invest in goods, wares and merchandise and property of any kind and class, both within the State of Florida and

without said State;

To negotiate, purchase, hold and transfer title to both tangible and intangible personal property, both for itself and as agent for others; and to collect commissions, fees or other remuneration in connection therewith;

To manufacture, sell and distribute any articles which the Board of Directors or Stockholders of this corporation sees fit to manufacture, sell or distribute, and to operate maintenance and repair business in connection with or related thereto;

To acquire the good will, rights and property, and the whole or any part of the assets, tangible and intangible, of any person, firm or corporation; and to undertake and assume the liabilities of any person, firm or corporation; to pay for the good will, rights, property and assets in cash, stock of this corporation, bonds or otherwise, or by undertaking the whole, or any part, of the liabilities of the transferred; to hold, or in any manner dispose of, the whole, or any part, of the property so purchased; to conduct in any lawful manner the whole, or any part of such business so acquired; and to exercise all powers necessary or convenient in and about the conduct and management of the acquired business.

To undertake and carry out the incorporation, consolidation, organization, reorganization, reconstruction, administration, liquidation, financing or financial readjustment of any corporation formed, or to be formed, or of any undertaking, business, affairs or interest, and to transact any business necessary or incidental thereto;

To apply for, purchase, register, or in any manner to acquire and hold, own, use, operate and introduce, sell, lease, assign, pledge or in any manner dispose of, or

otherwise deal with patents, patent rights, licenses, copyrights, trademarks, trade names, and to acquire, own, use or in any manner dispose of any and all inventions, improvements, processes, labels, designs, brands, or other rights, and to work, operate, or develop them, and to carry on any business, manufacturing or otherwise, which may directly or indirectly effectuate these objects or any of them;

To enter into, make and perform contracts of every kind for any lawful purpose, with any person, firm, association or corporation, municipality, body politic, territory, state, government, or any dependency thereof;

To borrow money, issue notes, bonds, debentures, or other obligations or evidence of indebtedness, whether secured by mortgages, pledges or otherwise, without limit as to the amount for the purpose of the business; and to secure the same by mortgages, pledges or otherwise;

To join or enter into partnership agreements, cooperative agreements or agreements for a joint enterprise, with any person, firms, associations or corporations, and to engage in and carry on any business as a partner in a partnership that the corporation is authorized to engage in;

To do all and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation or any amendment hereof or necessary or incidental to the protection and benefit of the corporation, and to have and exercise all the powers conferred by the laws of the State of Florida upon corporations and, in general, to carry on any lawful business necessary or incidental to the attainment of the objects of the Corporation, whether or not such business is similar in nature to the

objects set forth in these Articles of Incorporation, and to perform any other act or thing which may tend to promote the interest of this corporation and is not forbidden by law to the same extent as natural persons might or could do, and the foregoing clauses shall be construed both as objects and powers, and it is expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation.

The undersigned has executed these Articles of Incorporation this 6th day of January, 1995.

Ruth A. Ball
Ruth A. Ball, Incorporator

FILED
95 JAN -9 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Molokai Assoc LLC
 Requestor's Name
6020 Midnight Pass Rd.
 Address
Sarasota FL 34242
 City/State/Zip Phone #

Office Use Only

P95000002495

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known)

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

RECEIVED
 SECRETARY OF STATE
 10/10/97 10:35 AM

- Walk in
 Pick up time _____
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input checked="" type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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 -10/09/97--01054--013
 *****35.00 *****35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

10-10-97

Examiner's Initials CC

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: ALOHA KAI VACATION RENTALS, INC.

1b. Date of incorporation January 9, 1995 Document number P95000002495

2. The name and address of the current registered agent and office:
Jon D. Chadwick, 6455 McKown Rd., Sarasota, FL 34242

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)
Christine F. Scheffert, 888 Blvd of Arts #1002, Sarasota,
Florida 34236

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Christine F. Scheffert
SIGNATURE
Sept. 24, 1997
DATE

Christine F. Scheffert, President
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Christine F. Scheffert
(Registered Agent)
DATE Sept. 24, 1997

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
SEP 24 1997