

CORPORATE  
ACCESS,  
INC.

FD1000053208

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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1.) Almond Reservations Services, Inc.  
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J. BRYAN MAY 30 2001

ARTICLES OF INCORPORATION  
OF  
ALMOND RESERVATIONS SERVICES, INC.

**FILED**  
01 MAY 30 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of the laws of the State of Florida, the undersigned hereby adopts the following Articles of Incorporation to organize the corporation described below (the "Corporation").

**Article I**  
*Corporate Name*

*Section 1.01. Name.* The name of this Corporation is:

**ALMOND RESERVATIONS SERVICES, INC.**

**Article II**  
*Principal Office*

*Section 2.01. Address.* The initial address of this Corporation is:

4495 SW 35<sup>th</sup> Street  
Suite A  
Orlando, FL 32811

**Article III**  
*Purpose*

*Section 3.01. Purpose.* The purpose of this Corporation is to engage in any lawful act or activity for which a corporation may be organized under the law of the State of Florida.

**Article IV**  
*Registered Agent and Office*

*Section 4.01. Name and Address.* The Corporation's initial registered agent and office in the State of Florida is:

Corporate Access, Inc.  
236 East 6<sup>th</sup> Avenue  
Tallahassee, FL 32303

**Article V**  
*Preemptive Rights*

*Section 5.01. Preemptive Rights.* The Corporation elects to have preemptive rights.

**Article VI**

*Authorized Capital Stock*

*Section 6.01. Amount.* The total number of shares which the Corporation shall have the authority to issue is one thousand (1,000), and the par value of each shall be \$ 0.01.

**Article VII**

*Incorporator*

*Section 7.01. Name and Address.* The name and mailing address of the Incorporator of this Corporation is:

Joseph W. Pallot  
Devine Goodman Pallot & Wells, P.A.  
777 Brickell Ave., Suite 980  
Miami, FL 33131

**Article VIII**

*Duration*

*Section 8.01. Duration.* The duration of the Corporation shall be perpetual.

**Article IX**

*Board of Directors*

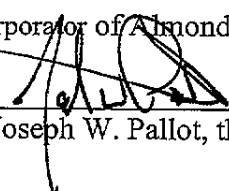
*Section 9.01. Initial Board.* The number of directors constituting the initial Board of Directors of the Corporation is two. The names and addresses of the initial directors of the Corporation are:

Jeanette Carpenter  
4495 SW 35<sup>th</sup> Street  
Suite A  
Orlando, FL 32811  
USA

Julie Reifer-Jones  
c/o Almond Resorts  
St. Peter, Barbados  
West Indies

IN WITNESS THEREOF, the undersigned Incorporator executed these Articles of Incorporation on this 21<sup>st</sup> day of May, 2001.

Incorporator of Almond Reservations Services, Inc.

By: 

Joseph W. Pallot, the Incorporator

**CERTIFICATE ACCEPTING DESIGNATION AS  
AN AGENT UPON WHOM SERVICE OF PROCESS  
WITHIN THIS STATE MAY BE SERVED**

Having been appointed registered agent of Almond Reservations Services, Inc., in its Articles of Incorporation, at the place designated in such Articles of Incorporation, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.

Dated as of this \_\_\_\_ day of \_\_\_\_\_, 2001.

Corporate Access, Inc.

By: Danny Bennett

**FILED**  
01 MAY 30 AM 11:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA