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BASIC AMENDMENT
UNIQUE VACATIONS, INC.

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3 11/15/04
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H04000230858 3

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
UNIQUE VACATIONS, INC.**

The undersigned, pursuant to the provisions of Florida Statutes Sections 607.1006, 607.1007, 607.0704 and 607.0821 of the Florida Business Corporation Act, adopt the following Amended and Restated Articles of Incorporation (the "Amended and Restated Articles of Incorporation") of UNIQUE VACATIONS, INC., a corporation duly organized and existing under the laws of the State of Florida as filed with the Florida Department of State on August 27, 1981 (the "Corporation"), and confirms that such Amended and Restated Articles of Incorporation were duly adopted by unanimous written consent of the Board of Directors and the sole Shareholder of the Corporation on November 17, 2004:

ARTICLE I. NAME

The name of the corporation is UNIQUE VACATIONS, INC., (the "Corporation").

ARTICLE II. ADDRESS

The mailing and principal address of the Corporation is:

4950 SW 72nd Avenue

2nd Floor

Miami, Florida 33155

ARTICLE III. PURPOSE

The Corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares which the Corporation is authorized to have outstanding at any time is 300 shares of common stock having \$10.00 par value per share.

ARTICLE V. REGISTERED OFFICE AND AGENT

The street address of the current registered office of the Corporation is 4950 SW 72nd Avenue, 2nd Floor, Miami, Florida 33155 and the name of the Corporation's registered agent at that address is Brian Mair.

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ARTICLE VI. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE VII. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

ARTICLE VIII. DUTIES OF DIRECTORS

A director shall perform his or her duties as a director, including his duties as a member of any committee of the board upon which he or she serves, in good faith, in a manner he or she reasonably believes to be in the best interests of the Corporation.

These Amended and Restated Articles of Incorporation of the Corporation are hereby executed this 17 day of November, 2004.



Kevin Froemming, President

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