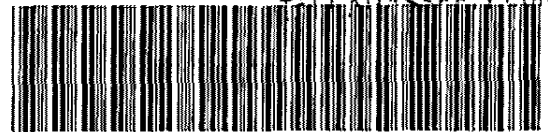


L04000035641

2004 MAY -3 P 1:37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



000034688810

05/03/04--01043--021 **133.75

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

Gayla Kilbride
7938 Elbow Lane North
St. Petersburg, Florida 33710

FILED

2004 MAY -3 P 1:3

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 27, 2004

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: Vacation Maps LLC

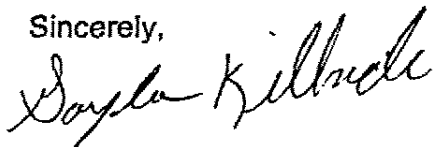
Dear Sir:

Enclosed you will find one original and one copy of the Articles of Organization for Vacation Maps LLC to be filed with your office.

Also enclosed is a check in the amount of \$133.75 for filing fees and a certified copy of the filed Articles.

Thank you for your time and attention to this matter.

Sincerely,



Gayla Kilbride

FILED

**Articles of Organization for
VACATION MAPS LLC**

2004 MAY -3 P 1:37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned person, as the organizer of the formation of a limited liability company (the "Company") under the laws of the State of Florida, does hereby certify that the foregoing constitutes the proposed Articles of Incorporation for the Company:

1. **Name.** The name of the Company shall be: **VACATION MAPS LLC.**
2. **Duration.** The LLC's period of duration is perpetual, unless sooner dissolved by the members or as provided by statute.
3. **Purpose.** The Company is formed for the purpose of conducting and undertaking, and shall have the power to conduct and undertake, any and all activities and actions allowable under the Florida Limited Liability Company Act, Chap. 608, Florida Statutes
4. **Principal Place of Business.** The mailing and street address of the Company's principal place of business is:

7938 Elbow Lane North
St. Petersburg, Florida 33710

5. **Registered Agent & Office.** The name and address of its registered agent, whose "Consent to Appointment as Registered Agent" is included with these articles, is:

Gayla Kilbride
7938 Elbow Lane North
St. Petersburg, Florida 33710

The address of its registered office is:

7938 Elbow Lane North
St. Petersburg, Florida 33710

- FILED**
2004 MAY -3 P 1:37
SECRET
TALLAHASSEE, FLORIDA
6. **Operating Agreement.** The members of the Company may adopt an operating agreement pertaining to the regulation, management and other affairs of the Company ("Operating Agreement"), provided that such Operating Agreement shall not be inconsistent with these Articles of Organization or with the laws of the State of Florida. The Operating Agreement may be repealed or altered only in the manner now or hereafter prescribed therein, consistent with the laws of the State of Florida.
 7. **Admission of Additional Members.** New members may be admitted only upon such terms as set forth by the member-manager pursuant to provisions in the Operating Agreement. Contributions required of a new member shall be determined in accordance with the Operating Agreement. A member's interest in the Company may not be sold or otherwise transferred except with the prior written approval of the member-manager, otherwise in accordance with the Operating Agreement. Additional restrictions and conditions on membership may be set forth in the Operating Agreement.
 8. **Continuity.** The members of this limited liability company have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or occurrence of any other event which terminates the continued membership of a member in this limited liability company. Continuation may occur only pursuant to the terms of the F.S. 608.
 9. **Withdrawal of a Member.** The withdrawal of a member from the company may occur only pursuant to the terms of F.S. 608.
 10. **Management.** The business of the company shall be managed by one member-manager and is, therefore, a manager – managed company. The name and address of the member-manager of the company is:

Gayla Kilbride
7938 Elbow Lane North
St. Petersburg, Florida 33710

11. **Agency Powers of Manager.** The member-manager of this company has the express and specific agency power to bind the company. The member-manager shall have the power to adopt, alter, amend or repeal the Operating Agreement.

FILE

2004 MAY -3

SECRETARY OF
TALLAHASSEE,

12. **Indemnification.** The Company shall indemnify a member, manager or organizer, or any former member, manager or organizer made a party to a proceeding because that person/entity is or was a member, manager or organizer of the company against any liability incurred in the proceeding if that person/entity:

Conducted himself/herself/ itself in good faith:

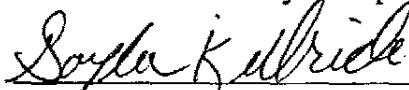
Reasonably believed that his/her/its conduct was in or at least not opposed to the company's best interests; and,

In the case of any criminal proceeding, he/she/it had no reasonable cause to believe his/her/its conduct was unlawful.

This company shall pay for or reimburse the reasonable expenses of the individual pursuant to the F.S. 608.

13. **Sole Property.** It is the specific intent of the members and the Company that each member's ownership interest is in the sole name of the member and is deemed to be that member's sole property, and each member shall have sole management and control over that member's ownership interest. Management and control over the ownership interest includes the right to vote or to sell such ownership interest. This provision is not intended to, and shall not affect the existence of, any interest that a spouse may have in such ownership interest.

Dated this 27th day of April, 2004.



GAYLA KILBRIDE, ORGANIZER

FILED

Consent to Appointment as Registered Agent

2004 MAY -3 P 1:37

I, Gayla Kilbride, accept appointment as registered agent, and further state that I am familiar with the duties of a registered agent. SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Gayla Kilbride, Registered Agent