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LIMITED LIABILITY COMPANY

Worldquest Resort Management, LLC

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**ARTICLES OF ORGANIZATION FOR
WORLDQUEST RESORT MANAGEMENT, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I
NAME**

The name of the Limited Liability Company is WORLDQUEST RESORT MANAGEMENT, LLC.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is 3263 S. John Young Parkway, Kissimmee, Florida 34746.

**ARTICLE III
DURATION**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE IV
MANAGEMENT**

The Limited Liability Company is to be managed by its managing member, and the name and address of the managing member is:

Name
Florida USA Direct, LLC

Address
3263 S. John Young Parkway
Kissimmee, Florida 34746

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the Limited Liability Company is 3263 S. John Young Parkway, Kissimmee, Florida 34746, and the initial Registered Agent at such address is Florida USA Direct, LLC.

IN WITNESS WHEREOF, the undersigned managing member affirms that, under penalties of perjury, the facts stated herein are true, and the undersigned managing member has executed these Articles of Organization this 16 day of July, 2004.

Florida USA Direct, LLC, Managing Member

By: 

Terence A. Lacey-Freeman, Managing Member

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**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, an individual, having been named in Article V of the foregoing Articles of Organization as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations set forth in Section 608.407, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as Registered Agent of the limited liability company.

DATED this 16 day of July, 2004.

Florida USA Direct, LLC

By: 

Terence A. Lacey-Freeman, Managing Member

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