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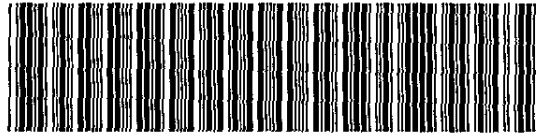
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



William R. McBride, Esq.  
Jeanine A. Ullo, Esq.  
Heather A. Lorenz, Esq.

May 2, 2005

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**RE: Articles of Organization of Timeshare Resale Superstore, LLC**

Dear Sir or Madam:

Please find enclosed the original Articles of Organization of Timeshare Resale Superstore, LLC, a copy of the Articles and a check in the amount of \$155.00 to cover the required filing fee, Designation of Registered Agent fee and Certified Copy fee. If you have any questions or require additional information, please do not hesitate to contact me at (407) 650-1791. Thank you for your assistance.

Sincerely,



Jeanine A. Ullo, Esquire

/JAU  
Encl.

**ARTICLES OF ORGANIZATION**  
**OF**  
**TIMESHARE RESALE SUPERSTORE, LLC**

The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company.

**ARTICLE I – NAME OF COMPANY**

The name of the limited liability company shall be TIMESHARE RESALE SUPERSTORE, LLC (hereinafter "company").

**ARTICLE II – PRINCIPAL OFFICE AND ADDRESS**

The mailing address and street address of the principal office of the company is 5777 Major Blvd., Suite 150, Orlando, Florida 32819.

**ARTICLE III – REGISTERED AGENT AND OFFICE**

The name and street address of the registered agent of the company in the state of Florida is William McBride, Esq., McBride, Ullo & Lorenz, 135 W. Central Blvd., Suite 1100, Orlando, Florida 32801.

**ARTICLE IV – MANAGEMENT**

The company is to be a member-managed company. The name and address of the initial managing member of the company is Angela Courte, 5750 Major Blvd., Suite 150, Orlando, Florida 32819.

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ARTICLE V - EFFECTIVE DATE

The effective date of this limited liability company shall be the date of filing of these Articles of Organization with the Florida Department of State.

The undersigned member has made and subscribed these Articles of Organization this 27<sup>th</sup> day of April, 2005.

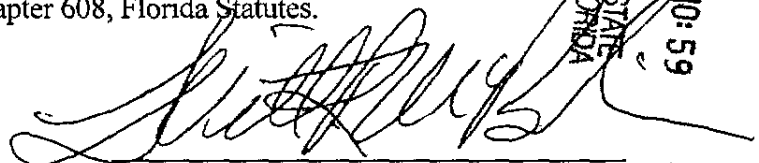
*Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

  
Angela Courte, Managing Member

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such 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 as provided for in Chapter 608, Florida Statutes.

Date: 5/2/05

  
William R. McBride, Esq.

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