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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Vacation Masters International LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
Vacation Masters International LLC**

ARTICLE I NAME

The name of the limited liability company shall be: **Vacation Masters International LLC**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this Limited Liability Company shall be: 927 Fern Street Suite 2100, Altamonte Springs, Florida 32701.

ARTICLE III INITIAL REGISTERED AGENT & STREET ADDRESS

The name and address of the initial registered agent is: Fernando Martinez, 927 Fern Street Suite 2100, Altamonte Springs, Florida 32701. Located in the County of Seminole.

ARTICLE IV DURATION

The duration for the limited liability company shall be: 12/31/2048.

ARTICLE V MANAGERS/MEMBERS

The management of the limited liability company is reserved for the Managers and the names and addresses of the managers of the Limited Liability Company are:

- Don Crupi, 927 Fern Street Suite 2100, Altamonte Springs, Florida 32701
- Fernando Martinez, 927 Fern Street Suite 2100, Altamonte Springs, Florida 32701
- Donald Russo, 927 Fern Street Suite 2100, Altamonte Springs, Florida 32701



Date: February 18, 2008

Business Filings Incorporated, Organizer
Mark Williams, A.V.P.
Authorized Representative
Prepared by Mark Williams, Business Filings Incorporated, 8040 Excelsior Dr., Suite 200, Madison, WI 53717
(608) 827-5300

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the limited liability company is: **Vacation Masters International LLC**

The name and address of the registered agent and office is Fernando Martinez, 927 Fern Street Suite 2100, Altamonte Springs, Florida 32701. Located in the County of Seminole.

Having been named as registered agent and to accept service of process for the above stated company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this 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.

Signature: *Fernando Martinez*
Fernando Martinez

Date: 2-19-08

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