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Florida Department of State
Division of Corporations
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To: Division of Corporations
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L. SELLERS

MAR 25 2010

From: Account Name : BUSINESS FILINGS
Account Number : 105256001620
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EXAMINER

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

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10 MAR 24 PM 4:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA LIMITED LIABILITY CO.
VC-LBV LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 MAR 24 AM 11:11

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FAX AUDIT # H1000001008453

**ARTICLES OF ORGANIZATION
OF
VC-LBV LLC**

ARTICLE I NAME

The name of the limited liability company shall be: VC-LBV LLC

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this Limited Liability Company shall be:
7011 Grand National Drive, Suite 104, Orlando, Florida 32819.

ARTICLE III INITIAL REGISTERED AGENT & STREET ADDRESS

The name and address of the initial registered agent is: Randy Steinbeck, 7011 Grand National Drive, Suite 104, Orlando, Florida 32819. Located in the County of Orange.

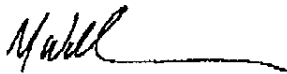
ARTICLE IV DURATION

The duration for the limited liability company shall be: Perpetual.

ARTICLE V MANAGERS/MEMBERS

The management of the limited liability company is reserved for the Managers and the name and address of the manager of the Limited Liability Company is:

Vacation Club Companies, LLC, 7011 Grand National Drive, Suite 104, Orlando, Florida 32819


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

Date: March 22, 2010

FAX AUDIT # H1000001008453

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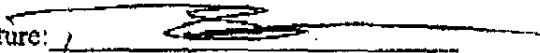
**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

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: VC-LBV LLC

The name and address of the registered agent and office is Randy Steinbeck, 7011 Grand National Drive, Suite 104, Orlando, Florida 32819. Located in the County of Orange.

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: 
Randy Steinbeck

Date: 2/23/10

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