& BROWN, P. A.

ATTORNEYS

145 NORTH MAGNOLIA AVENUE POST OFFICE BOX 2828 ORLANDO, FLORIDA 32802-2828 April 24, 1997

(407) 425-0234 TELE-FAX (407) 425-0260

Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

RE:

Articles of Incorporation Ocean Escape. L.C.

To Whom It May Concern:

Enclosed please find an original and copy of Articles of Incorporation for Ocean Escape, L.C., a Florida Limited Liability Company, together with the Certificate of Designation of Registered Agent. Also enclosed is my firm's check in the amount of \$285.00, representing the filing fee of \$250.00, and the \$35.00 fee for Designation of Registered Agent.

Please provide the copy of the Articles of Incorporation to Mr. Sam Groome, at 8990 International Drive, Orlando, Florida 32819. If there are any problems with the materials contained herein, or should you have any questions, please do not hesitate to contact my office at 1-800-327-0234.

Thank you for your assistance in this matter.

CLB:iri Enclosures as noted cc: Sam Groome

Curtis L. Brown

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Articles of Organization for Florida 97 APR 28 PH 2:07 Limited Liability Company

TALLAS AND ATTATEORIDA

Article I: (Name)

The name of the Limited Liability Company is Ocean Escape, L.C.

Article II: (Address)

The mailing address and street address of the principal office of Ocean Escape, L.C. is:

Ocean Escape, L.C. 7710 Twin Pines Court Orlando, Florida 32819

Article III: (Duration)

The period of duration for Ocean Escape, L.C. shall be perpetual.

Article IV: (Management)

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Sam W. Groome 8990 International Drive Orlando, Florida 32819 Odalis L. Groome 8990 International Drive Orlando, Florida 32819

Article V: (Additional Members)

The right of the members to admit additional members and the terms and conditions of the admission shall be:

Remaining members shall have the right to admit additional members upon termination of any of the current memberships caused by death, or any other cause of termination.

Article VI: (Continuation of Business)

The right of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissilution of a member, or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

Remaining members shall have the right to continue business of Ocean Escape, L.C., upon any termination of any of the current memberships.

Affidavit of Membership and Contributions

STA	TE OF FLORIDA
COU	INTY OF <u>ORANGE</u>
	undersigned member or authorized representative of a member of Ocean Escape, L.C. ses and says:
1)	the above named limited liabilty company has at least two members
2)	the actual amount of cash contributed by the members as of formation is \$1000.00.
3)	the agreed value of property other than cash contributed by members as of formation is $\$0.00$.
4)	the total amount of cash and property anticipated to be contributed by members is \$1000.00. This total includes amounts from 2 and 3 above. Signature of member/ authorized representative of member
	rn and subscribed to before me
this Nota	J. MICHAEL YOUNG My Public, State of Florida J. MICHAEL YOUNG My Comm Exp. 5/67/9/ Boaded By Service Ins No. CC460621 **Preparably Known (10ther) 8
Му	Commission expires:
Prod	onally known: uced Identification: e of Identification Produced:

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

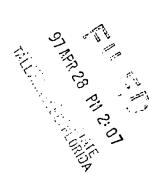
PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED COMPANY, ORGANIZED UNDER THE LAW OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

Ocean Escape, L.C.

2. The name and address of the registered agent and office is:

David Buckson 7710 Twin Pines Court Orlando, Florida 32819



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

(Date)