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*****43.75 *****43.75

July 31, 2001

Division of Corporations
ATTN: Amendment Section
P.O. Box 6327
Tallahassee, FL 32301

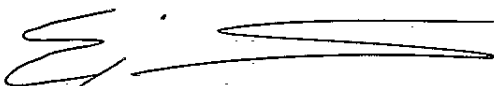
Re: Articles of Amendment for
Kissimmee Vacation Homes Mgmt, Inc.

Dear Sir/Madam:

Enclosed herewith is a check in the total amount of \$43.75, \$35.00 to cover the filing fee and \$8.75 for a certified copy of the enclosed Articles of Amendment for Kissimmee Vacation Homes Mgmt., Inc. Please furnish the undersigned with a certified copy of the Articles of Amendment.

Your prompt attention and cooperation will be appreciated.

Very truly yours,



EDWARD P. JORDAN, II

EPJ:slp
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 9, 2001

EDWARD P. JORDAN, II
13543 EAST HWY 50
CLERMONT, FL 34711

SUBJECT: KISSIMMEE VACATION HOMES MANAGEMENT, INC.
Ref. Number: P00000005227

We have received your document for KISSIMMEE VACATION HOMES MANAGEMENT, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved corporation or limited liability company. The name of a voluntarily dissolved Florida corporation or limited liability company is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved entity provides the Department of State with a notarized affidavit, stating they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain
Corporate Specialist

Letter Number: 201A00045849

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF
KISSIMMEE VACATION HOMES MGMT., INC.**

Pursuant to Sections 607.0704, 607.0821 and 607.1006 of the Florida Statutes, the undersigned, as holder of all of the issued and outstanding shares of common stock of KISSIMMEE VACATION HOMES MGMT., Florida corporation (the "Corporation") and the directors of the Corporation, do hereby adopt the following articles of amendment to its articles of incorporation:

FIRST: Article I of the Articles of Incorporation shall be amended to provide that:

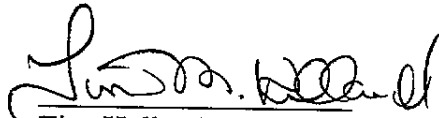
1. The name of the corporation is: AWARD VACATION HOMES, INC., whose address shall be 2303 Hamlin Trail, Clermont, Florida 34711. The corporation reserves the right to changes its corporate address without need of amending its articles of incorporation.

SECOND: The date of the this amendment to the Articles of Incorporation shall be the date listed below.

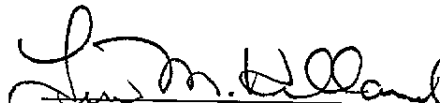
THIRD: All existing shareholders of the Corporation approved these amendments and the number of votes cast for the amendments was unanimous and sufficient for approval. In addition, the amendments were also adopted by the board of directors with shareholder action.

Dated as of the 20th day of July, 2001.

Shareholder:


Tina Holland

Director:


Tina Holland

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CLERK OF STATE
TALLAHASSEE, FLORIDA

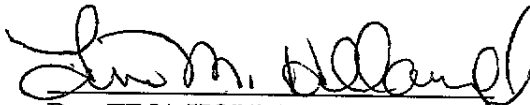
AFFIDAVIT OF AWARD VACATION HOMES

STATE OF FLORIDA
COUNTY OF LAKE

BEFORE ME personally appeared Tina Holland, President/Director of Award Vacation Homes, who after being duly sworn according to the law, deposes and states that:

1. I am a resident of the State of Florida.
2. I am the President/Director of Award Vacation Homes, Inc.
3. I have no intention of revoking the dissolution of Award Vacation Homes, Inc. and am therefore releasing the name for use to another entity.

Further Affiant Sayeth Naught.

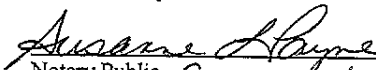


By: TINA HOLLAND

STATE OF FLORIDA)
COUNTY OF LAKE)

Before me, the undersigned authority, personally appeared Tina Holland, who after presenting her Florida Driver's License, and who, after being duly sworn, acknowledged, attested, affirmed and swore before me that she executed the foregoing freely and voluntarily for the purposes expressed herein and all statements are true and correct.

WITNESS my hand and official seal in the state and county above stated this 10th day of September, 2001.


Notary Public *Susanne L. Payne*
Commission No.:



Susanne L. Payne
My Commission CC911332
Expires February 16, 2004

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA