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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850)922-4001

From: Account Name : H.A. INC.  
Account Number : I19980000041  
Phone : (954)752-7520  
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FLORIDA PROFIT CORPORATION OR P.A.

DisneyResorts.com, Inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION  
OF  
**DisneyResorts.com, Inc.,**  
a Florida corporation

The undersigned, acting as incorporator of DisneyResorts.com, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of this Florida corporation is:

**DisneyResorts.com, Inc.**

ARTICLE II. ADDRESS

The corporation's mailing address is:

218 Acadia Terrace  
Celebration, FL 34747

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation shall begin effective June 22nd, 2000.

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H.A. Incorporated  
308 NW 101 Terrace  
Coral Springs, FL 33071  
(954) 752-7520

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ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 218 Arcadia Terrace, Celebration, FL 34747 and the name of the corporation's initial registered agent at that address is Jared Meyers.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall be managed by a Board of Directors consisting of no less than 1 director(s). The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than 1. The name(s) of the initial director(s):

Name

Jared Meyers  
Rodney Infante

H.A. Incorporated  
308 NW 101 Terrace  
Coral Springs, FL 33071  
(954) 752-7520

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ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

H.A. Incorporated  
308 NW 101 Terrace  
Coral Springs, FL 33071

The incorporator of the corporation assigns to this corporation his/her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he/she assigns to those persons designated by the board of directors any rights he/she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 22nd day of June, 2000

**H.A. Incorporated:**

By: Gerald Heller  
Gerald Heller

H.A. Incorporated  
308 NW 101 Terrace  
Coral Springs, FL 33071  
(954) 752-7520

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

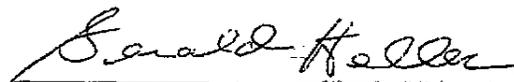
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That DisneyResorts.com, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 218 Arcadia Terrace, Celebration, FL 34747, has named Jared Meyers, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

Jared Meyers  
218 Arcadia Terrace, Celebration, FL 34747



Gerald Heller, Signing as power of attorney for  
Jared Meyers  
Date: June, 22nd 2000

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