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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 SEP 22 AM 11:25

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FLORIDA PROFIT CORPORATION OR P.A.

CLUB DESTINATIONS, CORPORATION

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 03 |
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N. Culligan SEP 25 2000

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be:

CLUB DESTINATIONS, CORPORATION

ARTICLE II PRINCIPAL RESIDENCE

The principal place of business and mailing address of this corporation shall be:

932 EUCLID AVE
SUITE 10
MIAMI BEACH, FL. 33139

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 SHARES AT ONE DOLLAR PER VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

DAVID O. LARA
932 EUCLID AVE
SUITE 10
MIAMI BEACH, FL. 33139

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TALLAHASSEE, FLORIDA

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ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

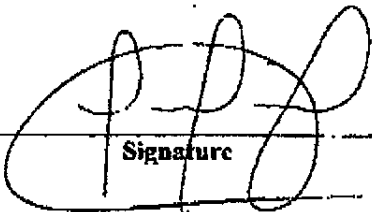
DAVID O. LARA
932 EUCLID AVE
SUITE 10
MIAMI BEACH, FL. 33139

ARTICLE VI DIRECTOR(S)

The name(s) and street address(es) of the director(s) to these Articles of Incorporation is (are):

PRESIDENT/SECRETARY
DAVID O. LARA
932 EUCLID AVE
SUITE 10
MIAMI BEACH, FL. 33139

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 11TH
day of SEPTEMBER, 2000.


Signature

Signature

Signature

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under 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 corporation is:

CLUB DESTINATIONS, CORPORATION

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

DAVID O. LARA
(Name)

932 EUCLID AVE
SUITE 10

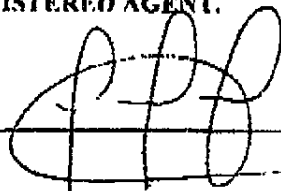
(P.O. Box not acceptable)

MIAMI BEACH, FL 33139

(City/State/Zip)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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



DATE 09-21-00

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TALLAHASSEE, FLORIDA

00 SEP 22 AM 11:25

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