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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: ORLANDO HIGH CLASS VACATIONS-HOMES, CORP.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

100003415631--4
-10/05/00--01105--003
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: EPA PROFESSIONAL SERVICES, INC

Name (Printed or typed)

103 W. OAK ST STE C1

Address

KISSIMMEE, FL 34741

City, State & Zip

407-943-8990

Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT -5 AM 10: 22

FILED

NOTE: Please provide the original and one copy of the articles.

T. Burch OCT 6 2000

ARTICLES OF INCORPORATION
OF
ORLANDO HIGH CLASS VACATIONS-HOMES, CORP.

FILED

00 OCT -5 AM 10: 22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I – CORPORATE NAME

The name of the corporation is: **ORLANDO HIGH CLASS VACATIONS-HOMES, CORP.**

ARTICLE II – DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III- PURPOSE

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

ARTICLE IV- CAPITAL STOCK

The corporation is authorized to issue one thousand (1000) shares of no par value common stock, which shall be designated " Common Shares".

ARTICLE V – PRINCIPAL OFFICE AND ADDRESS

The principal office and address of this corporation is **3501 W. Vine St., Suite 507, Kissimmee, FL 34741.**

ARTICLE VI – REGISTERED OFFICE AND REGISTERED AGENT NAME

The street address of the corporation's initial registered office is **3501 W. Vine St., Suite 507, Kissimmee, FL 34741**, and the name of the corporation's initial registered agent at that office is **Sandra P. Ochoa**.

ARTICLE VII – INITIAL DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names of the initial directors of the corporation are:

Sandra P. Ochoa President/Director
5031 Hook Hollow Cr
Orlando, FL 32837

Claudia L. Gallego Director
5031 Hook Hollow Cr
Orlando, FL 32837

VIII – INCORPORATOR

The name and address of the incorporator to these Articles of Incorporator are:

Sandra P. Ochoa
5031 Hook Hollow Cr
Orlando, FL 32837

ARTICLE IX – AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at the stockholders meeting by at least a majority of stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation is made.

IN WITNESS WHEREOF, the undersigned, as incorporator, have executed these Articles of Incorporation, this 2nd day of October 2000.




Sandra P. Ochoa / President

STATE OF FLORIDA
OSCEOLA COUNTY

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Sandra P. Ochoa, resident of the State of Florida, known to me and known to be the person whom executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed by hand and seal in the State and County aforesaid, this 2nd day of October 2000.



Reynaldo Polanco
Notary Public



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

Pursuant to Florida Statutes, Sections 607.0501 or 617.0501 the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent and registered office in the State of Florida.

- 1. The name of the corporation is:

ORLANDO HIGH CLASS VACATIONS-HOMES, CORP.

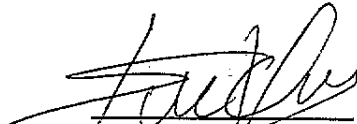
- 2. The name and address of the Registered Agent are:

Sandra P. Ochoa
5031 Hook Hollow Cr
Orlando, FL 32837

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00 OCT -5 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF ACKNOWLEDGMENT OF REGISTERED AGENT


Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida law in keeping open said office at 3501 W. Vine St., Suite 507, Kissimmee, FL 34741


Sandra P. Ochoa

STATE OF FLORIDA
OSCEOLA COUNTY

Before me, a Notary Public authorized to take acknowledgment in the State and County set forth above, personally appeared Sandra P. Ochoa, known to me and known to be the person who executed the foregoing Certificate of Acknowledgment of Registered Agent.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 2nd of October 2000.


Reynaldo Polanco
Notary Public

