POODO 100972 TRANSMITTAL LETTER

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

500003402685---: -03/25/00--01100--004 ******78.75 ******78.75

SUBJECT: Resort International IWC.

(Proposed corporate name - must include suffix)

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

\$70.00

\$78.75

Filing Fee Filing Fee

& Certificate of Status

□ \$78.75

\$78.7*5*

\$87.50

Filing Fee

Filing Fee,

& Certified Copy

Certified Copy

& Certificate of

Status

ADDITIONAL COPY REQUIRED

FROM: Alex Valadas

Name (Printed or typed)

2545 WE. Coachman Rd. APt. 146

Clearwater, F1. 33258
City, State & Zip

(727) 723 - 7005 (727) 692-5198

Daytime Telephone number

SECRETARY OF STALE
CIVISION OF CORPORATION
ON OCT 26 PM 3: 25

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

2544 W00-23319

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FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

00 OCT 26 PM 3: 25

FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

September 26, 2000

ALEX VALALAS 2545 NE COACHMAN ROAD APT. 146 CLEARWATER, FL 33758

SUBJECT: RESORT INTERNATIONAL INC.

Ref. Number: W00000023319

We have received your document for RESORT INTERNATIONAL INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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) 487-6973.

Claretha Golden Document Specialist

Letter Number: 400A00050450

FFECTIVE DATE

ARTICLES OF INCORPORATION

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

00 0CT 26 PM 3: 25

OF

RESORT INTERNATIONAL MARKETING INC.

The undersigned incorporator, hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit under the Florida Business Corporation Act and in accordance with the laws of the State of Florida, hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be Resort International Marketing Inc. The effective date of incorporation shall be October 25th., 2000.

ARTICLE II

The general nature of the business or businesses to be conducted by this corporation, together with and in addition to those powers conferred by the laws of the State of Florida upon corporations organized under and by virtue of the laws of Florida shall be as follows:

- (a) To operate various business ventures within the State of Florida.
- (b) To render services and/or buy, sell, deal in, lease, hold or improve real property and /or real estate incident thereto.
- (c) To borrow money and contract debts necessary for the transaction of its corporate rights.
- (d) To apply and qualify to carry on the general nature of business or businesses as authorized by this corporate charter and/or any amendments hereto in any state of the United States of America.
- (e) To do all and anything necessary and proper for the accomplishment of the objectives enumerated in its Articles of Incorporation or amendments thereof or necessary of incidental to the protection or benefit of the corporation and, in addition to the specific powers enumerated herein, to have any and all rights, powers and privileges which are granted to corporations incorporated under the laws of the State of Florida and in that connection to carry on any lawful business necessary or incidental to the attainment of the objectives of

the corporation, whether such business is similar in nature to the objectives set forth in the Articles of Incorporation or any amendment thereof.

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The capital stock of the corporation shall be divided into 5,000 shares of Common stock with par value of \$.01 per share, and each share shall entitle the holder to vote at any meeting of the stockholders.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The principal offices of the corporation shall be located at:

2545 NE Coachman Rd. Unit # 146 Clearwater, FL 33765

Its mailing address is the same, but the corporation shall have the power to establish branch offices and other places of business at such other places within or without the State of Florida as may be determined and deemed expedient by the directors.

ARTICLE VI

The name and address of the initial registered agent is:

Karin Rohret 5290 Seminole Blvd. #F St. Petersburg, FL 33708

ARTICLE VII

The power to adapt, alter, amend or repeal Bylaws shall be vested in the board of directors. The initial directors are

Alex Valalas & Jason Pallante Both of Clearwater, Florida

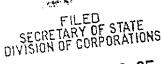
ARTICLE VIII

The name and address of the incorporator to these Articles of Incorporation is:

Karin Rohret 5290 Seminole Blvd. #E/F St. Petersburg,FL 33708

The undersigned has executed these Articles of Incorporation this 20th, day of October 2000.

Signature / Title



CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

00 OCT 26 PM 3: 25

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

RESORT INTERNATIONAL MARKETING INC

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

Karin Rohret

ROHRET & ASSOCIATES INC

5290 Seminole Blvd #F

St Petersburg, FL 33708

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

Karin Rohret

Octber 20th., 2000