

BOND,
SCHOENECK
& KING, P.A.

Attorneys at Law

4001 Tarniami Trail North
Suite 404
Naples, FL 34103-3555
Phone: 941-262-8000
Fax: 941-262-5386
www.bsk.com

Bonita Springs, FL

Bond, Schoeneck & King, LLP
Albany, NY
Buffalo, NY
Oswego, NY
Saratoga Springs, NY
Syracuse, NY
Overland Park, KS

WILLIAM L. OWENS
voice mail ext. 144
owensw@bsk.com

PO00000104519

October 31, 2000

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

800003453938--9
-11/06/00--01134--001
*****410.00 *****70.00

- Re: 1. *Articles of Incorporation*
Naples Central Reservations, Inc.
2. *Articles of Incorporation*
Marco Island Central Reservations, Inc.
3. *Articles of Incorporation*
Naples and Marco Island Central Reservations, Inc.
-
4. *Application for Registration of Fictitious Name*
Florida Vacation Accommodations
5. *Application for Registration of Fictitious Name*
Naples Central Reservations
6. *Application for Registration of Fictitious Name*
Marco Island Central Reservations
7. *Application for Registration of Fictitious Name*
Naples and Marco Island Central Reservations

FILED
00 NOV -6 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Feb
11/8

Dear Madam/Sir:

Enclosed please find the above referenced Articles of Incorporation (collectively the "Articles") and Applications for Registration of Fictitious Name (collectively the "Fictitious Name Applications." Please file the Articles and the Fictitious Name Applications. A representative in your office indicated that after the Articles are filed, you would forward the Fictitious Name Applications to the appropriate Fictitious Name Registrations Section for filing. We have enclosed one check in the amount of \$410.00 payable to the "Florida Department of State" to cover all of the applicable filing fees.



Division of Corporations
October 31, 2000
Page 2

As soon as the documents are filed, please forward copies of the filed Articles, Fictitious Name Applications, and all other documentation confirming and relating to these filings to our office. We have enclosed copies of the Articles and Fictitious Name Applications for your convenience.

We appreciate your assistance in this matter. If you have any questions, please contact our office.

Very truly yours,

BOND, SCHOENECK & KING, P.A.

A handwritten signature in cursive script, appearing to read "William L. Owens".

William L. Owens

WLO/acb
Enclosures

cc: client (w/o enc.)

ARTICLES OF INCORPORATION
OF
NAPLES CENTRAL RESERVATIONS, INC.

FILED
00 NOV -6 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1. Name

The name of the Corporation is:

Naples Central Reservations, Inc.

Article 2. Duration

The duration of the Corporation is perpetual.

Article 3. Purposes

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Initial Principal Office and Mailing Address

The street address of the initial principal office of the Corporation is 3757 North Tamiami Trail, Naples, Florida 34103. The mailing address of the Corporation is 3757 North Tamiami Trail, Naples, Florida 34103.

Article 5. Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 3757 North Tamiami Trail, Naples, Florida 34103. The name of the initial registered agent at that office is Donald C. Bevins.

Article 6. Authorized Shares

The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000) shares of voting common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 7. Incorporator

The name and address of the sole Incorporator is:

Donald C. Bevins

3757 North Tamiami Trail
Naples, Florida 34103

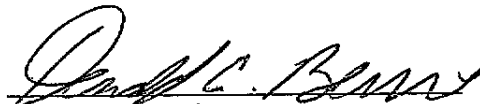
Article 8. Commencement of Existence

The Corporation's existence shall commence upon the filing of these Articles of Incorporation with the Florida Department of State.

Article 9. Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

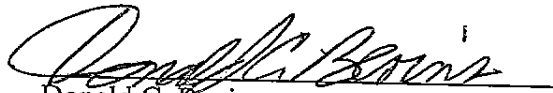
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 25th day of October, 2000.


Donald C. Bevins
Sole Incorporator

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent of Naples Central Reservations, Inc., which is contained in the foregoing Articles of Incorporation. I am familiar with, and accept, the obligations of my position as registered agent.

Dated this 25th day of October, 2000.


Donald C. Bevins
Registered Agent

FILED
00 NOV -6 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA