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JOHN P. QUINONES, IV
Attorney At Law

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Suite 11
Kissimmee, FL 34741
407-870-8857

December 12, 2000

1202 Sacramento St.
Deltona, FL 32725
407-574-1325

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

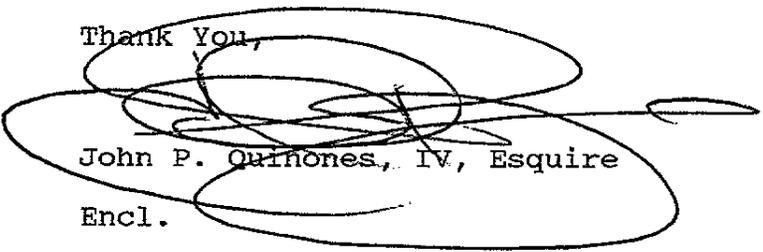
Re: Tropical Vacation Homes, Inc.

Dear Sir/Madam:

Enclosed herein please find an original and one (1) copy of the articles of incorporation for the above corporation, and a check in the amount of Seventy Dollars (\$70.00).

Please send me a stamped received copy of the articles of Incorporation in the enclosed self addressed stamped envelope.

Thank You,



John P. Quinones, IV, Esquire

Encl.

JPQ\jrq

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

TROPICAL VACATION HOMES, INC.

The undersigned acting as incorporator of a Corporation pursuant to Chapter 607, Florida Statutes, adopt the following Articles of Incorporation of such corporation.

ARTICLE I. NAME

The name of this corporation shall be TROPICAL VACATION HOMES, INC.

ARTICLE II. NATURE OF BUSINESS

The nature of the business to be transacted by this corporation shall be to transact lawful business in the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of capital stock having a nominal par value of \$1.00 per share.

ARTICLE IV. BEGINNING OF CORPORATE EXISTENCE

The date on which corporate existence of this corporation shall begin in January 1, 2001.

ARTICLE V. TERM OF EXISTENCE

This corporation is intended to exist perpetually unless dissolved according to any shareholder agreement and law.

ARTICLE VI. ADDRESS

The initial street address and mailing of the principal office of this corporation in the State of Florida is 1633 E. Vine Street, Suite 221, Kissimmee, Florida 34744. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII. DIRECTORS

This corporation shall have three (3) directors initially. The number of directors, who, unless otherwise provided by these Articles or the by-laws, shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, is:

<u>NAME</u>	<u>STREET ADDRESS</u>
GUILLERMO MARIN	2609 Belmont Place Kissimmee, Florida 34744
NITZA MARIN	2609 Belmont Place Kissimmee, Florida 34744
GUILLERMO J. MARIN	502 Royal Palm Drive Kissimmee, Florida 34743

ARTICLE VIII. INCORPORATORS

The incorporator to these Articles of Incorporation is:

<u>NAME</u>	<u>STREET ADDRESS</u>
GUILLERMO MARIN	2609 Belmont Place Kissimmee, Florida 34744

ARTICLE IX. REGISTERED OFFICE

The registered agent of this corporation shall be JOHN P. QUINONES, IV, ESQUIRE, 3. John Young Parkway, Suite 11, Kissimmee, Florida 34741.

Secretary, and Treasurer. Other officers may be provided for in the Bylaws. Each officer shall be elected as provided by the bylaws. The name and address of each initial officer of the corporation is as follows:

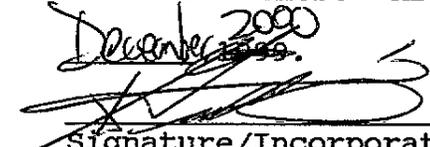
<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>
President	Guillermo Marin	⁶ 2309 Belmont Place Kissimmee, Florida 34744
Vice-President	Nitza Marin	⁶ 2309 Belmont Place Kissimmee, Florida 34744
Secretary	Guillermo J. Marin	502 Royal Palm Drive Kissimmee, Florida 34744
Treasurer	Marisela Rivera	2473 Shelby Place Kissimmee, Florida

ARTICLE XI. AMENDMENT

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 a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Article of Incorporation this 7th day of

~~December 2000~~
~~December 2000~~



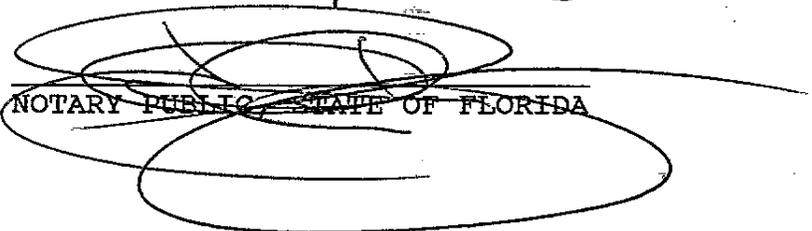
Signature/Incorporator

STATE OF FLORIDA
COUNTY OF OSCEOLA

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared GUILLERMO MARIN, to me known

to be the person described to those Articles of Incorporation.

WITNESS my hand, and official seal, in the county and state named above this 7th day of December, ~~1999~~ 2000


NOTARY PUBLIC STATE OF FLORIDA



John P Quinones IV
My Commission CC612873
Expires January 28, 2001

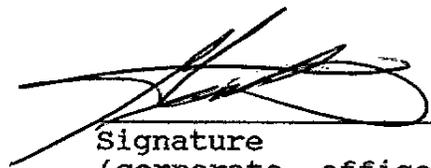
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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607, 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: Tropical Vacation Homes, Inc.
2. The name of the registered agent and office is:

<u>NAME</u>	<u>STREET</u>
John P. Quinones, IV, Esquire	3 S. John Young Parkway Kissimmee, Florida 34741



Signature
(corporate officer)

Title PRESIDENT
Date 12/13/00

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 12/13/00