

PO1000045986

6649 Westwood Blvd., Suite 500
Orlando, FL 32821
Phone: 407/206-6000
Fax: 407/206-6420

Marriott Vacation Club International
Law Department

May 1, 2001

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

100004134211--3
-05/03/01--0112--007
*****78.75 *****78.75

Re: Articles of Incorporation for Kita Kaze Bujutsu Kai, Inc.

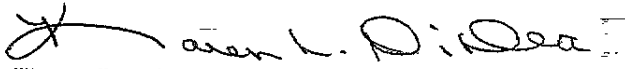
To Whom It May Concern:

Enclosed for filing with your office are the original and one copy of Articles of Incorporation for Kita Kaze Bujutsu Kai, Inc. Also enclosed is Check No. 4095, in the amount of \$78.75, representing the \$35.00 filing fee, \$35.00 registered agent designation fee, and \$8.75 certified copy charge.

Please complete filing of the Articles of Incorporation and return a certified copy to the undersigned at your earliest convenience.

Thank you for your assistance in this matter. If you have any questions, please do not hesitate to contact our office.

Sincerely,


Karen L. DiDea
Paralegal

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FILED
01 MAY -3 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Per 5/8/01

FILED

01 MAY -3 PM 1:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

KITA KAZE BUJUTSU KAI, INC.

ARTICLE I - NAME

The name of this corporation is KITA KAZE BUJUTSU KAI, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be 3004 Slippery Rock Avenue, Orlando, Florida 32826.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one thousand (1000) shares of ONE AND NO/100 DOLLAR (\$1.00) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3004 Slippery Rock Avenue, Orlando, Florida 32826, and the name of the initial registered agent of this corporation at that address is Richard C. Kelley, Jr.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The name and address of the initial director are as follows:

Richard C. Kelley, Jr.

3004 Slippery Rock Avenue
Orlando, Florida 32826

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ARTICLE VI - INCORPORATOR

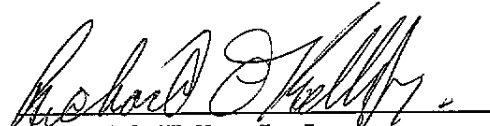
The name and address of the person signing these Articles are as follows

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Richard C. Kelley, Jr.

3004 Slippery Rock Avenue
Orlando, Florida 32826

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28th day of April, 2001.

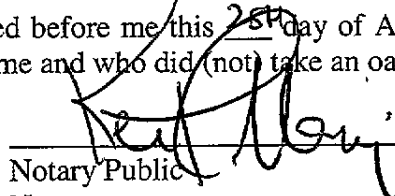

Richard C. Kelley, Jr., Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 28th day of April, 2001, by Richard C. Kelley, Jr., who is personally known to me and who did (not) take an oath.




Keith Manzi
MY COMMISSION # CC773471 EXPIRES
December 5, 2002
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public
Name: _____
Serial No.: _____
My Commission Expires: _____

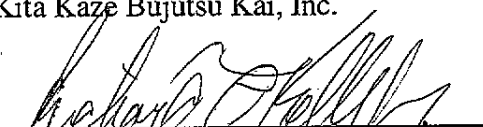
ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of Kita Kaze Bujutsu Kai, Inc.


Richard C. Kelley, Jr.

WAIVER OF SUBSCRIPTION RIGHTS

The undersigned hereby waives any rights of subscription which may have accrued by virtue of the undersigned acting as Incorporator of Kita Kaze Bujutsu Kai, Inc.


Richard C. Kelley, Jr.