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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : CAPITAL CONNECTION, INC.  
Account Number : I20000000257  
Phone : (850)224-8870  
Fax Number : (850)222-1222

*Corrected*

FLORIDA PROFIT CORPORATION OR P.A.

ROYAL VACATION BANK, INC.

Certificate of Status	0
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Page Count	04 (10)
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

August 15, 2001

CAPITAL CONNECTION INC

SUBJECT: ROYAL VACATION BANK, INC.  
REF: W01000018495

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

PLEASE CORRECT THE NAME ON THE CERTIFICATE PAGE.

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Neysa Culligan  
Document Specialist  
New Filing Section

FAX Aud. #: E01000088862  
Letter Number: 801A00045981

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

## ARTICLES OF INCORPORATION OF

ROYAL VACATION PLAN, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

### ARTICLE I NAME OF CORPORATION

The name of the corporation is ' ROYAL VACATION PLAN, INC.

### ARTICLE II DURATION

The period of its duration is perpetual.

### ARTICLE III PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

### ARTICLE IV PRINCIPAL OFFICE OF CORPORATION

The initial address of the principal office of the corporation and the initial mailing address of the corporation is 3552-F Forest Branch Drive, Port Orange, Florida 32119.

### ARTICLE V CAPITAL STOCK

The corporation is authorized to issue One Million (1,000,000) shares of common stock, and has actually issued One Hundred Thousand (100,000) shares of common stock, all of one class, with a par value of One Cent (\$.01) per share.

### ARTICLE VI REGISTERED AGENT AND REGISTERED OFFICE

The name of the corporation's initial registered agent is Jerome D. Mitchell, Esquire, RIGGIO & MITCHELL, P.A., 400 South Palmetto Avenue, Daytona Beach, Florida 32114.

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**ARTICLE VII**  
**NAME AND ADDRESS OF INCORPORATOR**

The name and address of the incorporator is Jerome D. Mitchell, Esquire, 400 South Palmetto Avenue, Daytona Beach, Florida 32114.

**ARTICLE VIII**  
**AMENDMENT OF ARTICLES**

These Articles of Incorporation of this Corporation may be amended, changed, altered or repealed in the manner now or hereafter described by the Florida Statutes and all rights conferred on the stockholders herein are granted subject to this reservation.

**ARTICLE IX**  
**OFFICERS**

The names of the officer(s) who shall serve until the first election are as follows:

Treasurer/C.E.O.:	Lawrence R. Pianin
President/C.O.O.:	Reinhard Steg
C.F.O./Secretary:	Paul S. Glover

**ARTICLE X**  
**BOARD OF DIRECTORS**

The following persons shall constitute the first Board of Directors:

Director/Chairman:	Lawrence R. Pianin
Director/Vice Chairman:	Reinhard Steg
Director:	Paul S. Glover

**ARTICLE XI**  
**DIRECTORS' AUTHORITY TO FIX COMPENSATION**

Directors shall have authority to fix compensation unless otherwise provided in Articles of Incorporation or Bylaws.

**ARTICLE XII**  
**MEETINGS BY CONFERENCE TELEPHONE**

Members of the Board of Directors may participate in all meetings of the Board of Directors by means of conference telephone or similar communications equipment as provided by law.

**ARTICLE XIII**  
**INDEMNIFICATION**

The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for in the Bylaws of this corporation.

**ARTICLE XIV**  
**INFORMAL ACTION OF DIRECTORS**

If all the directors severally and collectively consent in writing to any action taken or to be taken by the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

**ARTICLE XV**  
**SUB-CHAPTER "S" SELECTION**

The Board of Directors may take such action as is appropriate to assure taxation as a Sub-Chapter "S" small business corporation, pursuant to currently applicable provisions of the Internal Revenue Code.

WITNESSED by respective hand this 8<sup>th</sup> day of August, 2001.

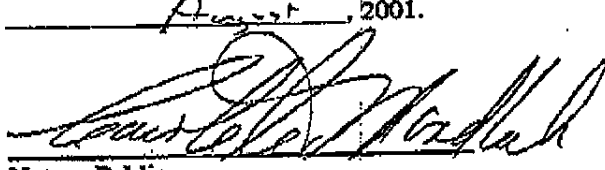
  
Jerome D. Mitchell, Esquire

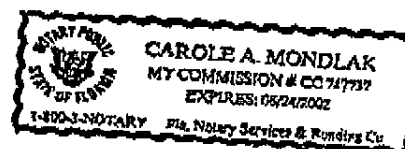
STATE OF FLORIDA  
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the county aforesaid, to take acknowledgments, personally appeared JEROME D. MITCHELL, ESQUIRE, to me known to be the person described or has produced n/a as identification in and who executed the foregoing instrument and he acknowledged before me that he executed the same and did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 8<sup>th</sup> day of

August, 2001.

  
Notary Public  
My Commission Expires:  
My Commission Number:



**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT FOR****ROYAL VACATION PLAN, INC.****A CORPORATION FOR PROFIT**

Having been designated as Registered Agent for ROYAL VACATION PLAN, INC., a Florida corporation for profit (hereinafter the "Corporation"), I accept the designation and agree to act as registered agent of the Corporation, and I acknowledge that I am familiar with and accept the obligations of the position of registered agent for the Corporation.

DATED this 8<sup>th</sup> day of August, 2001.

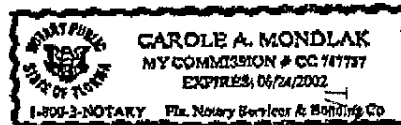
Jerome D. Mitchell, Esquire

**STATE OF FLORIDA  
COUNTY OF VOLUSIA**

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared JEROME D. MITCHELL, ESQUIRE, to me known to be the person described or has produced n/a as identification in and who executed the foregoing instrument and he acknowledged before me that he executed the same and did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 8<sup>th</sup> day of August, 2001.

Carole A. Mondlak  
Notary Public  
My Commission Expires:  
My Commission Number:



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