

Jan 07 02 04:30p

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Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

EFFECTIVE DATE
02-04-02

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FLORIDA PROFIT CORPORATION OR P.A.
RESORT MANAGEMENT GROUP CORP.

Certificate of Status	0
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ARTICLES OF INCORPORATION

EFFECTIVE DATE

01-04-02

Article I. Name

The name of this Florida Corporation is:
Resort Management Group Corp.

Article II. Address

The Corporation's mailing address is:
3100 Sand Mine Road
Davenport, FL 33897

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Stanley Ockwig
3100 Sand Mine Road
Davenport, FL 33897

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
David Meadows, 400 Saddleworth Place, Heathrow, FL 32746

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Registered Agents, Ltd.
1220 North Market Street
Wilmington, DE 19801
800-441-5940

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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, zero par value.

Article VI. Incorporator

The name and address of the incorporator is:

Jennifer Kidd

1220 Market Street

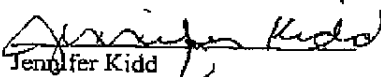
Suite 606

Wilmington, DE 19801

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on January 4, 2001.

The undersigned incorporator executed these Articles of Incorporation on January 4, 2001.


Jennifer Kidd
Incorporator

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Resort Management Group Corp.

REGISTERED AGENT/OFFICE

Stanley Ockwig
3100 Sand Mine Road
Davenport, FL 33897

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate.
I agree to comply with the provisions for all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


Stanley Ockwig

Date: 1/4/02

Registered Agents, Ltd.
1220 North Market Street, Suite 606
Wilmington, DE 19801
800-441-5940

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