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PICK-UP WAIT MAIL

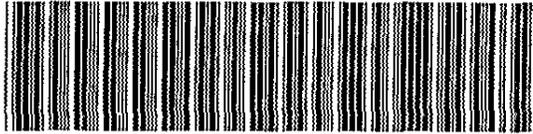
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

33 12/12

RAYMOND RIPLEY, JR., ACCOUNTANTS, INC.

323 Northeast 6th Avenue
Post Office Box 807 Delray Beach, Florida 33447
Telephone: (561) 272-7424 (561) 734-4454

Enrolled to Practice Before the
Internal Revenue Service

October 24, 2002

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

RE: Articles of Incorporation
BROTHERS R.V. RESORT, INC.

Gentlemen:

Enclosed are the notarized Articles of Incorporation for BROTHERS R.V. RESORT, INC. the Articles of Incorporation, a check for \$70.00 to cover the various filing fees. Please accept these Articles of Incorporation for filing and assign the corporation a charter number.

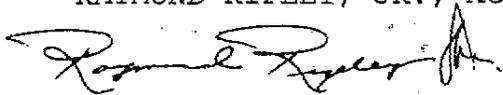
You may send the dated copy of the articles to:

Raymond Ripley, Jr.
235 Northeast 6th Avenue
Delray Beach, Florida 33483

Thank you for your help.

Sincerely,

RAYMOND RIPLEY, JR., ACCOUNTANTS, INC.



Raymond Ripley, Jr.

ARTICLES OF INCORPORATION

BROTHERS R.V. RESORT, INC.

The undersigned subscribers to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida

ARTICLE I. NAME OF CORPORATION

The name of this corporation is BROTHERS R.V. RESORT, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in, acquire, own, control, and transact any and all activities permitted under the laws of the United States and 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 THOUSAND (1000) shares of common stock at a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV. ADDRESS

The street address of the principal office of the corporation shall be 215 Westminster Road, West Palm Beach, Florida, 33405 and the name of the initial registered agent of the corporation shall be Alan Kreitman at 215 Westminster Road, West Palm Beach, Florida, 33405.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

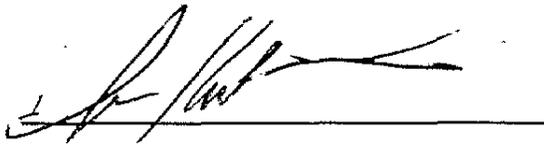
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ARTICLE VI. DIRECTORS/INCORPORATORS

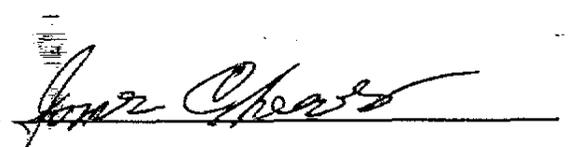
This corporation shall have Two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the by-laws of the Corporation. The name and street addresses of the initial members of the Board of Directors and Incorporators is:

<u>Name</u>	<u>Address</u>
Alan Kreitman	215 Westminster Road West Palm Beach, Fl. 33405
James Cheever	1420 Palm Circle West Palm Beach, Fl. 33406

IN WITNESS WHEREOF, the undersigned has hereunto set there hand and seal on this 24th day of October 2002. This corporation shall be effective on filing of these Articles of Incorporation with the Secretary of State.



Subscriber



Subscriber

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 24th day of October, 2002.



Notary Public
My commission expires:

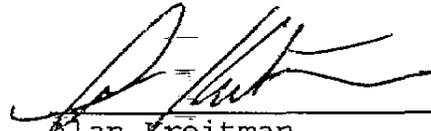

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted in compliance with said Act: =

BROTHERS R.V. RESORT, INC. desiring to organize under the laws of
the State of Florida with its principal office, as indicated in the
Articles of Incorporation, in the County of Palm Beach, state of
Florida, has named Alan Kreitman, located at 215 Westminster Road, West
Palm Beach, Florida, 33405 as it's agent to accept service of process
within this State. =

ACKNOWLEDGEMENT

Having been named to accept service of process for the above
stated corporation at the place designated in this Certificate, I
hereby accept to act in this capacity and agree to comply with the
provisions of said Act relative to keeping open said office.


Alan Kreitman

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA