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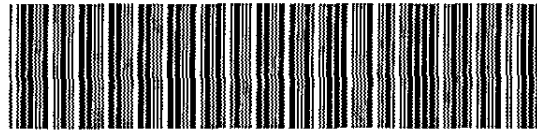
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1-14-03
(W)

**Orlando Vacation Realty, Inc.
13826 Hawk Lake Dr.
Orlando, Fl. 32837**

January 7, 2003

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Fl. 32314

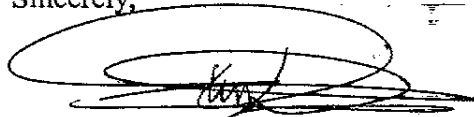
Dear Sir;

Enclosed please find articles of incorporation for Orlando Vacation Realty, Inc.
along with applicable filing fee of \$78.75. Please send certified copy of Articles to:

Danny Flamand
13826 Hawk Lake Dr.
Orlando, Fl. 32837

If you have any questions, please do not hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read 'Danny Flamand', is written over a large, loopy circular flourish.

Danny Flamand

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OFFICE OF CORPORATIONS
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ARTICLES OF INCORPORATION OF

Orlando Vacation Realty, Inc.

The undersigned acting as incorporator of this corporation pursuant to Chapter 607 of the Florida Statutes hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation.

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be Orlando Vacation Realty, Inc.

ARTICLE II - TERM OF EXISTENCE

This corporation shall exist perpetually commencing such existence upon the filing of these Articles.

ARTICLE III - GENERAL PURPOSE

The general purpose of which this corporation is organized shall be:

(1) To manufacture, construct, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with products, goods, wares, merchandise, real and personal property and services of every kind, class and description.

(2) It is intended that this corporation is organized for and may conduct and transact any or all lawful business authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is One Hundred Thousand (100,000) shares of common stock having no par value per share.

ARTICLE V - PRINCIPAL OFFICE, INITIAL REGISTERED OFFICE AND
REGISTERED AGENT

The principal office of the corporation shall be at 13826 Hawk Lake Dr., Orlando, Fl. 32837. The initial street address of the registered office of this corporation in the State of Florida will be (physical) 13826 Hawk Lake Dr., Orlando, Fl. 32837 and (mailing) 13826 Hawk Lake Dr., Orlando, Fl. 32837. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this corporation at that address is Danny Flamand. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

- A. The initial number of Directors of this corporation shall be three.
- B. The number of Directors may be increased or diminished from time to time by the By-laws adopted by the shareholders, but shall never be less than one.
- C. The name and street address of the initial member(s) of the Board of Directors, who shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified are:

<u>Name</u>	<u>Street Address</u>
Danny Flamand	13826 Hawk Lake Dr. Orlando, Fl. 32837
<u>Name</u>	<u>Street Address</u>
An Flamand	13826 Hawk Lake Dr. Orlando, Fl. 32837
<u>Name</u>	<u>Street Address</u>
Pete Howlett	8326 Lexington View Ln. Orlando, Fl. 32835

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation is:

<u>Name</u>	<u>Street Address</u>
Danny Flamand	13826 Hawk Lake Dr. Orlando, Fl. 32837

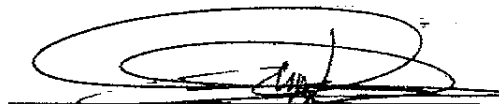
ARTICLE VIII - AMENDMENT TO ARTICLES

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any registered agent, officer, director or incorporator, or any former registered agent, officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Kissimmee, Osceola County, Florida, this 7th day of January, 2003.

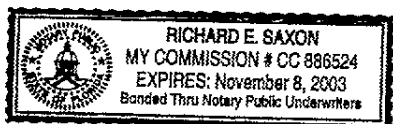


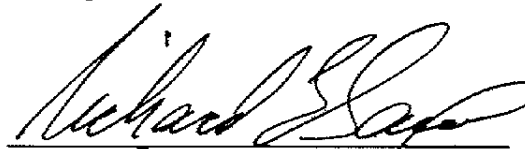
Danny Flamand

STATE OF FLORIDA
COUNTY OF OSCEOLA

BEFORE ME, the undersigned authority, personally appeared Danny Flamand, who is personally known to me ~~or who provided the following identification~~ (_____), who is also known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged that he subscribed the said instrument for the uses and purpose set forth herein.

WITNESS my hand and official seal in the County and State last aforesaid this 2 day of January, 2003.




Name: RICHARD E SAXON
Notary Public - State of Florida
Commission No: _____
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.

Pursuant to Chapter 607 and Section 48,091, Florida Statutes, the following is
submitted, in compliance with the Act:

FIRST -- That Orlando Vacation Realty, 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 City of Kissimmee, State of Florida, has named Danny Flamand as
its registered agent to accept service of Process within this State.

SECOND -- That Orlando Vacation Realty, Inc.'s registered agent shall maintain
his office for service of process within this state at the following street address:

(physical) 13826 Hawk Lake Dr.
Orlando, Fl. 32837

(mailing) 13826 Hawk Lake Dr.
Orlando, Fl. 32837

in the County of Osceola, State of Florida.

Having been named as Registered Agent for the above stated Corporation, at the
place designated in this certificate, I hereby agree to act in this capacity, I acknowledge
that I am familiar with and accept the obligations provided by Florida Statute Section
607.0501 (1993) and I further agree to comply with the provisions of all statutes relative
to the proper and complete performance of my duties.



Danny Flamand

Date: 01.07.03

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