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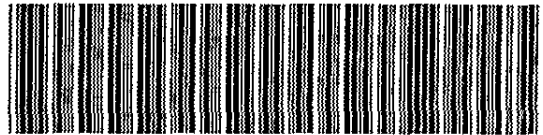
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Of Counsel

May 30, 2003

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: ORLANDO'S FINEST VACATION HOMES, INC.
Our Client: Orlando's Finest Vacation Homes, Inc.
Our File No.: 581-001

Dear Sir or Madam:

Please find enclosed herewith an original and one (1) copy of the Articles of Incorporation for Orlando's Finest Vacation Homes, Inc., and our check in the amount of \$87.50 to cover the costs associated with the filing fee, certified copy and certificate of status.

If you have any questions regarding this matter please do not hesitate to call our offices.

Very truly yours,



Jeffrey P. Buak, Esquire

JPB/jd

cc: Mark Whichard

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ARTICLES OF INCORPORATION
OF
ORLANDO'S FINEST VACATION HOMES, INC.

KNOW ALL MEN BY THESE PRESENTS: That the undersigned incorporator of this Corporation, pursuant to Chapter 607, 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's Finest Vacation Homes, Inc.

ARTICLE II - INITIAL PRINCIPAL OFFICE

The initial principal office of this Corporation shall be located at 203 West Altern Street, Monrovia CA 91016.

ARTICLE III - PURPOSE

This Corporation is established for the purpose of conducting any and all lawful business endeavors and enterprises.

ARTICLE IV - DURATION

This Corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE V - SHARES

The maximum number of shares of stock this Corporation is authorized to issue and have outstanding at any one time is one-hundred (100) shares of common stock.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors, and their addresses shall be:

Mark Whichard	203 West Altern Street, Monrovia CA 91016
Susan Whichard	203 West Altern Street, Monrovia CA 91016

ARTICLE VII - OFFICERS

The initial Officers, and their addresses shall be:

Susan Whichard, President & Treasurer	203 West Altern Street, Monrovia CA 91016
Mark Whichard, V.P. & Secretary	203 West Altern Street, Monrovia CA 91016

ARTICLE VII - INITIAL REGISTERED AGENT

The initial registered agent of this Corporation shall be:

Scott McHenry
711 Mulberry Avenue
Celebration, FL 34747

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator is:

Mark Whichard
203 West Altern Street
Monrovia CA 91016

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Monrovia, California, this 23 day of MAY, 2003.


MARK WHICHARD

Registered Agent's Certification

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Scott Reid McHenry
SCOTT McHENRY

Date: May 23rd 2003

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TALLAHASSEE, FLORIDA