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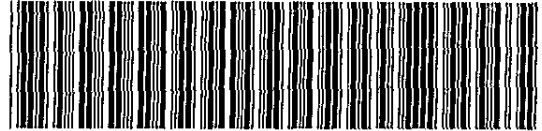
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MILLER, SOUTH, MILHAUSEN & CARR, P.A.

• ATTORNEYS AT LAW
2699 LEE ROAD, SUITE 120
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(407) 539-2679

July 16, 2003

Registration Section
Division of Corporations
Florida Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

Re: Walsh Incentives/Moore Vacations, Inc.

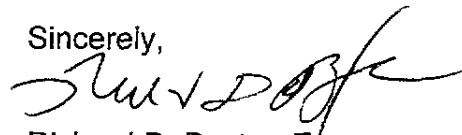
Dear Sir or Madam:

Enclosed for filing is the original and one copy of the Articles of Incorporation of Walsh Incentives/Moore Vacations, Inc. Also enclosed is a check in the amount of \$70.00 for the filing fees.

Please return the copy with the filing information stamped thereon to the undersigned at the address above.

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

Sincerely,



Richard D. Baxter, Esq.

ARTICLES OF INCORPORATION
OF
WALSH INCENTIVES/MOORE VACATIONS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby subscribes to and adopts these Articles of Incorporation for the purpose of organizing a business corporation for profit under the Florida Business Corporation Act, Florida Statutes Chapter 607.

ARTICLE I
CORPORATE NAME

The name of this Corporation shall be:

Walsh Incentives/Moore Vacations, Inc.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 3045 Las Palmas Drive, Titusville, Florida 32780.

ARTICLE III
NATURE OF CORPORATE BUSINESS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time shall be ten thousand (10,000) shares of common stock having a par value of ten (\$0.10) cents per share.

ARTICLE V
TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The address of the initial Registered Office of this Corporation is 2699 Lee Road, Suite 120, Winter Park, Florida 32789. The name of the initial Registered Agent of this Corporation at that address is Miller, South, Milhausen & Carr, P.A. (c/o Richard D. Baxter, Esq.)

ARTICLE VII
BOARD OF DIRECTORS

The business of this Corporation shall be managed by its Board of Directors. The initial Board of Directors shall consist of two (2) members. The names and addresses of the members of the first Board of Directors are:

Claudith H. Walsh
3045 Las Palmas Drive
Titusville, FL 32780

Joanne Moore
15851 Wicklow Lane
Huntington Beach, CA 92685

The members of the First Board of Directors shall hold office until their successors are elected and qualified as provided in the Bylaws of this Corporation. The number of Directors of this Corporation set forth in these Articles of Incorporation shall be the authorized number of Directors until that number is changed by or in accordance with the Bylaws of this Corporation.

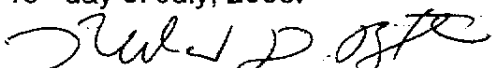
ARTICLE VIII
INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Richard D. Baxter

2699 Lee Road, Suite 120
Winter Park, Florida 32789

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation for profit to do business under the laws of Florida, have executed these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, on this 16th day of July, 2003.

By: 
Richard D. Baxter, Incorporator

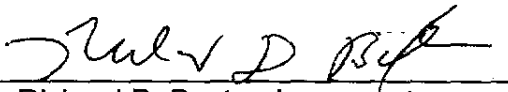
**WALSH INCENTIVES/MOORE VACATIONS, INC.
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 of the Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office and Registered Agent of the Corporation in the State of Florida:

1. The name of the Corporation is: Walsh Incentives/Moore Vacations, Inc.
2. The name and address of the Registered Agent and Registered Office of the Corporation is:

Miller, South, Milhausen & Carr, P.A.
c/o Richard D. Baxter, Esq.
2699 Lee Road, Suite 120
Winter Park, FL 32789
Telephone (407) 539-1638
Facsimile (407) 539-2679

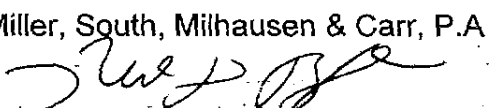
Walsh Incentives/Moore Vacations, Inc.

By: 
Richard D. Baxter, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Miller, South, Milhausen & Carr, P.A., a Florida professional association authorized to transact business in this State, having a business office identical with the registered office of Walsh Incentives/Moore Vacations, Inc. and having been named the Registered Agent of Walsh Incentives/Moore Vacations, Inc., the above stated Corporation, at the place designated in this Certificate, hereby accepts the appointment as Registered Agent, agrees to act in this capacity and is familiar with and accepts the obligations of the position of Registered Agent under Section Florida Statutes Section 607.0505.

Dated: July 16, 2003.

Miller, South, Milhausen & Carr, P.A.
By: 
Richard D. Baxter, Attorney

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