

**Electronic Articles of Incorporation
For**

P04000066978
FILED
April 22, 2004
Sec. Of State
tburch

ULTIMATE ESCAPES 1, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

ULTIMATE ESCAPES 1, INC.

Article II

The principal place of business address:

16950 JOG ROAD
SUITE 110
DELRAY BEACH, FL. 33446

The mailing address of the corporation is:

16950 JOG ROAD
SUITE 110
DELRAY BEACH, FL. 33446

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1500

Article V

The name and Florida street address of the registered agent is:

DENNIS A FREEMAN
16950 JOG ROAD
SUITE 110
DELRAY BEACH, FL. 33446

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: DENNIS A FREEMAN

Article VI

The name and address of the incorporator is:

DENNIS A FREEMAN
16950 JOG ROAD
DELRAY BEACH, FL 33446

Incorporator Signature: DENNIS A FREEMAN

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
DENNIS A FREEMAN
16950 JOG ROAD
DELRAY BEACH, FL. 33446

Article VIII

The effective date for this corporation shall be:

04/22/2004