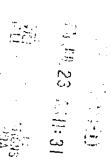
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CT CORPORATION

July 23, 2004

Department of State, Florida 409 East Gaines Street Tallahassee FL 32399

Re: Order #: 6154035 SO Customer Reference 1:

Customer Reference 2:

Dear Department of State, Florida:

Please file the attached:

OrlandoBeachVacations, Inc. (FL) Incorporation Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Connie R Bryan Manager Fulfill Ctr Connie_Bryan@cch-lis.com

660 East Jefferson Street Tallahassee, FL 32301 Tel 850 222 1092 Fax 850 222 7615

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

OrlandoBeachVacations, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

710 N. Plankinton Avenue, Suite 1200 Milwaukee, WI 53203

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Timeshare marketing and for all related lawful business purposes.

ARTICLE IV SHARES

The number of shares of stock is:

100

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

To be determined.

ARTICLE VI REGISTERED AGENT

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

C T Corpration System c/o C T Corporation System 1200 South Pine Island Road Plantation, Florida 33324

ARTICLE VII INCORPORATOR

The <u>name and address</u> of the Incorporator is:

James B. Young 710 N. Plankinton Avenue, Suite 1200 Milwaukee, WI 53203

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

CONNIE BRYAN COMINE BRYAN SPECIAL ASSISTANT SECRETARY	07/23/2004
Signature/Registered Agent	Date
mas de	07/22/2004
Signature Incorporate	Date

FILED

NON JUL 23 P 12: 01

SECRETARY OF STATE
ALLAHASSEF, F STATE

FL001 - 10/02/2003 C T System Online