

**Electronic Articles of Incorporation
For**

P05000008032
FILED
January 18, 2005
Sec. Of State
nculligan

VACATION CLUBS RESALE 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:

VACATION CLUBS RESALE INC.

Article II

The principal place of business address:

5807 LOKEY DR
ORLANDO, FL. 32810

The mailing address of the corporation is:

5807 LOKEY DR
ORLANDO, FL. 32810

Article III

The purpose for which this corporation is organized is:

VACATION CLUBS IS A ADVERTISING, AND MARKETING COMPANY FOR
FOR SALE BY OWNER TIMESHARE.

Article IV

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

100

Article V

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

HANZEL A BARCLAY
5807 LOKEY DR
ORLANDO, FL. 32810

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

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Registered Agent Signature: HANZEL A. BARCLAY

Article VI

The name and address of the incorporator is:

HANZEL A. BARCLAY
5807 LOKEY DR
ORLANDO
FLORIDA, 32808

Incorporator Signature: HANZEL A. BARCLAY

Article VII

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

Title: PRES
HANZEL A BARCLAY
5807 LOKEY DR
ORLANDO, FL. 32808