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Law Offices

John S. Norton, Jr., P.A.

Attorney and Counselor of Law 431 North Grandview Avenue Daytona Beach, Florida 32118

> Telephone 386-239-0770 Fax 386-254-3190

VIA UNITED PARCEL SERVICE

April 24, 2006

Corporate Records Bureau Division of Corporations Department of State 409 E. Gaines St. Tallahassee, FL 32301

Re: ResortWare Systems, Inc.

Dear Sir or Madam:

Enclosed is the original and one copy of the proposed Articles of Incorporation for the above entity, the original having been executed by the registered agent named in the Articles. Kindly file the original Articles in your office and provide us with a certified copy.

This firm's check in the amount of \$78.75 is enclosed to cover the following costs:

- 1. Filing fee for Articles
- 2. Certified copy of Articles
- 3. Filing fee for designation of registered agent

Thank you for your prompt attention.

Sincerely,

JOHN S. NORTON, JR., P.A

John S. Norton, Jr.

JSN/slf Enclosures

cc: ResortWare Systems, Inc.

ARTICLES OF INCORPORATION

OF

RESORTWARE SYSTEMS, INC.

A Florida Corporation

ARTICLE I NAME

The name of the corporation is ResortWare Systems, Inc.

ARTICLE II DURATION

The duration of the corporation is perpetual. The date and time of commencement of the corporate existence shall be the date and time of the filing of these Articles of Incorporation by the Department of State of the state of Florida.

ARTICLE III GENERAL PURPOSES

The purpose for which this corporation is initially organized is to engage in any or all lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV SHARES

The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) shares of common voting stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 1025 South Atlantic Avenue, Daytona Beach, Florida 32118.

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ARTICLE VI REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 431 North Grandview Avenue, Daytona Beach, Florida. The name of the initial registered agent of the corporation at such address is John S. Norton, Jr., P.A.

ARTICLE VII DIRECTORS

The number of directors constituting the initial Board of Directors is five (5), and the names and addresses of the persons who are to serve as the members thereof are as follows:

W. Robert Hey 1025 South Atlantic Avenue Daytona Beach, Florida 32118

Cheryl Labosco 1025 South Atlantic Avenue Daytona Beach, Florida 32118

Douglas Ratcliffe 1025 South Atlantic Avenue Daytona Beach, Florida 32118

Salman Ahmed 1688 West Granada Boulevard Ormond Beach, Florida 32174

John S. Norton, Jr. 431 North Grandview Avenue Daytona Beach, Florida 32118

The number of directors may be changed from time to time by the Bylaws.

ARTICLE VIII INCORPORATOR

The name and address of the incorporator of the corporation are as follows:

John S. Norton, Jr. 431 North Grandview Avenue Daytona Beach, Florida 32118 IN WITNESS WHEREOF, the undersigned incorporator does hereby execute and acknowledge these Articles this 25 day of April, 2006.

John S. Norton, Jr., Incorporator

STATE OF FLORIDA

COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 25 day of April, 2006, by John S. Norton, Jr.

(OFFICIAL SEAL)

VIRGINIA K. BUCKLES

MY COMMISSION # DD340110

EXPIRES: August 23, 2008

1-5003-NOTARY

FL Notary Discount Assoc. Co

Notary Public, State of Florida

Commission No.: DD 3 40110

My Commission Expires: 8-23-08

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts designation as registered agent of ResortWare Systems, Inc., for service of process within the state of Florida.

JOHN S. NORTON, JR., P.A.

By:

John S. Norton, Jr., President

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