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Florida Department of State  
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To: Division of Corporations  
Fax Number : (850) 205-0381

From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
Fax Number : (850) 878-5926

**FLORIDA PROFIT/NON PROFIT CORPORATION**

Starwood Residence Club, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$87.50

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## 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:

Starwood Residence Club, Inc.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

8801 Vistana Centre Drive  
Orlando, FL 32821

### ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

### ARTICLE IV SHARES

The number of shares of stock is:

1,000 shares of common stock, par value \$0.01 per share

### ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

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

Michelle M. Frymire, Director, 8801 Vistana Centre Drive, Orlando, FL 32821  
Sergio Rivera, Director, 8801 Vistana Centre Drive, Orlando, FL 32821  
Susan Worth, Director, 8803 Vistana Centre Drive, Orlando, FL 32821

### ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:


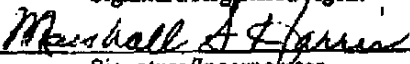
C T Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324

### ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Marshall S. Harris  
8803 Vistana Centre Drive, Orlando, FL 32821

\*\*\*\*\*  
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

 C T Corporation System Signature/Registered Agent	Jeffrey D. Butterfield Assistant Secretary	11/15/06 Date
 Signature/Incorporator		11/14/06 Date