

**Electronic Articles of Incorporation
For**

P09000071782
FILED
August 26, 2009
Sec. Of State
rdunlap

SUNTERRA PROPERTIES, 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:

SUNTERRA PROPERTIES, INC

Article II

The principal place of business address:

4933 S. ORANGE AVE
ORLANDO, FL. 32806

The mailing address of the corporation is:

4933 S. ORANGE AVE
ORLANDO, FL. 32806

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:

1000

Article V

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

DAVID L DUFF
4933 S. ORANGE AVE
ORLANDO, FL. 32806

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

P09000071782
FILED
August 26, 2009
Sec. Of State
rdunlap

Registered Agent Signature: DAVID DUFF

Article VI

The name and address of the incorporator is:

DAVID L. DUFF
4933 S. ORANGE AVE

ORLANDO, FL 32806

Incorporator Signature: DAVID DUFF

Article VII

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

Title: P
DAVID L DUFF
4933 S. ORANGE AVE
ORLANDO, FL. 32806

Article VIII

The effective date for this corporation shall be:

08/27/2009