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FLORIDA PROFIT/NON PROFIT CORPORATION  
CLC Resorts and Developments Encantada, Inc.

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ARTICLES OF INCORPORATION  
OF  
CLC RESORTS AND DEVELOPMENTS ENCANTADA, INC.

ARTICLE I

Name and Duration

The name of the Corporation is CLC RESORTS AND DEVELOPMENTS ENCANTADA, INC. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

ARTICLE II

Principal Office

The street address of the principal office of the Corporation is Hallswelle House, 1 Hallswelle Road, London, UK, NW11 0DH.

ARTICLE III

Registered Office and Agent

The address of the registered office in the State of Florida is 155 Office Plaza Drive, Suite A, in the City of Tallahassee, County of Leon, State of Florida 32301. The name of the registered agent at such address is Capitol Corporate Services, Inc.

ARTICLE IV

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.
2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

## ARTICLE V

### Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 100,000 shares of Common Stock ("Common Stock"), \$1.00 par value per share.

## ARTICLE VI

### Incorporator

The name and mailing address of the incorporator of this Corporation is as follows:

<u>Name</u>	<u>Address</u>
CLC Resorts and Developments, Inc., a Florida corporation	Hallswelle House 1 Hallswelle Road London, UK NW11 0DH

## ARTICLE VII

### Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time as provided by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The name and address of the initial member of the Board of Directors is:

Geoff Bruce	31 Bristow Close Warrington, UK WA5 8EU
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## ARTICLE VIII

### Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE IX

Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE X

Indemnification

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the full extent permitted by law.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

DATED at Orlando, Orange County, Florida this 22<sup>nd</sup> day of June, 2010.

Incorporator:

CLC Resorts and Developments, Inc., a  
Florida corporation

By:   
Geoff Bruce, President

REGISTERED AGENT CERTIFICATE

In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

That CLC RESORTS AND DEVELOPMENTS ENCANTADA, INC. desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at 155 Office Plaza Drive, Suite A, City of Tallahassee, County of Leon, State of Florida, 32301 has named Capitol Corporate Services, Inc. located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, the undersigned, by and through its authorized officer, hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as registered agent.

Dated: June 22, 2010.

Capitol Corporate Services, Inc.

By: Gayle Windle

Name: Gayle Windle

Title: Assistant Secretary

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