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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 OCT 15 PM 4:09

APPROVED
AND
FILED

11/11

Thomas G. Eckerty

ATTORNEY AT LAW
12734 KENWOOD LANE, SUITE 89
FORT MYERS, FLORIDA 33907-5638

239-936-8338
FAX: 239-936-2988
E-MAIL: thomaseckerty@embarqmail.com

October 12, 2010

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

RE: Resorts Marketing Corporation II, Inc.

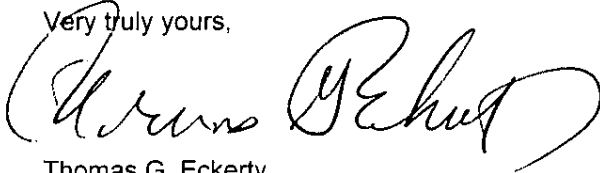
Dear Sir or Madam,

Please be advised that I represent Resorts Marketing Corporation II, Inc. This corporation was originally incorporated in the State of Indiana in November 1979. It registered in Florida as a foreign profit corporation on October 17, 1980 and was assigned document number 847250 and the corporation has maintained its offices and status in Florida since that time. The FEI/EIN Number for the corporation remains the same as is currently listed for this corporation i.e. 351473216.

My client has decided that at this point in time there is no reason to maintain any connection to the State of Indiana and has completed the enclosed Certificate of Domestication and New Articles of Incorporation in compliance with Chapter 607 F.S. for filing with the State of Florida to domesticate this corporation. I have enclosed the originals of said documents together with the form cover letter provided on the Division of Corporations website which sets forth my contact information plus the email address to be used for future communications directly with my client and for annual report notifications. Finally, I have enclosed my check in the amount of \$128.75 to cover the costs of domestication and to file the Articles of Incorporation in this matter. Please file these documents on my behalf.

If you have any questions or if you need additional information in order to process this request, please contact my office upon your receipt hereof.

Very truly yours,



Thomas G. Eckerty

TGE/dal
Enclosures as noted

COVER LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Resorts Marketing Corporation II, Inc.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$ 50.00
Articles of Incorporation and Certified Copy	\$ 78.75
Total to domesticate and file	\$128.75

OPTIONAL:

Certificate of Status	\$ 8.75
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Thomas G. Eckerty, Esquire
Name (printed or typed)

12734 Kenwood Lane, Suite 89
Address

Fort Myers, Florida 33907
City, State & Zip

239-936-8338
Daytime Telephone Number

bev@vanderbiltvacation.com
E-mail address: (to be used for future annual report notification)

APPROVED
AND
FILED

CERTIFICATE OF DOMESTICATION 10 OCT 15 PM 4:09

The undersigned, Francine Parker, President
(Name) (Title) SECRETARY OF STATE
TALLAHASSEE, FLORIDA

of Resorts Marketing Corporation II, Inc. a foreign corporation,
(Corporation Name)

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was November 1, 1979.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was State of Indiana.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Resorts Marketing Corporation II, Inc..
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is Resorts Marketing Corporation II, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was State of Florida.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of Resorts Marketing Corporation II, Inc.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done

so this the 2nd day of October, 2010.

Francine Parker
(Authorized Signature)

Filing Fee:

Certificate of Domestication	\$ 50.00
Articles of Incorporation and Certified Copy	\$ 78.75
Total to domesticate and file	\$128.75

ARTICLES OF INCORPORATION
IN COMPLIANCE WITH CHAPTER 607, F.S.

APPROVED
AND
FILED

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ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE:

Resorts Marketing Corporation II, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS/ MAILING ADDRESS IS:

9301 Gulfshore Drive, Naples, Florida 34108

ARTICLE III PURPOSE

THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED:

To be involved with the marketing, sales and rental of real property and for all other purposes authorized under the laws of the State of Florida.

ARTICLE IV SHARES

THE NUMBER OF SHARES OF STOCK IS:

100

ARTICLE V INITIAL DIRECTORS AND/ OR OFFICERS

THE NAME(S) AND ADDRESS(ES) AND SPECIFIC TITLES:

Francine Parker, 9301 Gulfshore Drive, Naples, FL 34108, President

Michael J. Dew, 9301 Gulfshore Drive, Naples, FL 34108, Vice President

Brandon J. Parker, 9301 Gulfshore Drive, Naples, FL 34108, Secretary/Treasurer

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND FLORIDA STREET ADDRESS (P.O. BOX NOT ACCEPTABLE) OF THE REGISTERED AGENT IS:

Francine Parker

9301 Gulfshore Drive

Naples, Florida 34108

ARTICLE VII INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR IS:

Francine Parker

9301 Gulfshore Drive

Naples, Florida 34108

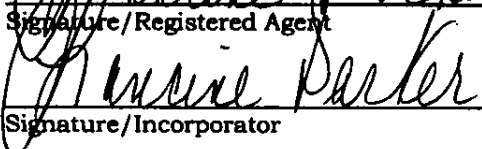
HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I AM FAMILIAR WITH AND
ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.



Signature/Registered Agent

10-7-10

Date



Signature/Incorporator

10-7-10

Date