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C T CORPORATION SYSTEM
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CORPORATION(S) NAME

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FEB 6 1995

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
ROCKRESORTS, INC.

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TALLAHASSEE, FLORIDA

(1)

The corporate name that satisfies the requirements of Section 607.0401 is: Rockresorts, Inc.

(2)

The street address of the initial principal office is: Suite 1425, Atlanta Financial Center, 3343 Peachtree Road, N.E., Atlanta, Georgia 30326.

(3)

The Corporation is authorized to issue 1,000 shares, each at \$1.00 par value.

(4)

Provisions for the regulation of the internal affairs of the Corporation are stated in the Bylaws.

(5)

The street address of the initial registered agent of the Corporation is c/o C T Corporation System, 1200 South Pine Island Road, City of Plantation, Florida 33324, and the name of its initial registered agent at such address is C T Corporation System.

(6)

The number of Directors constituting the initial Board of Directors of the Corporation is three (3), and the names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

W. Wayne Whitley, 3343 Peachtree Road, N.E., Suite 1425, Atlanta, Georgia 30326


Frank Hunsdon, 3343 Peachtree Road, N.E., Suite 1425, Atlanta, Georgia 30326

Bob Williamson, 3343 Peachtree Road, N.E., Suite 1425, Atlanta, Georgia 30326

(7)

The name and address of the Incorporator is: Malcolm D. Young, Jr., 230 Peachtree Road, N.W., Suite 1100, Atlanta, Georgia 30303-1513.

The undersigned has executed these Articles of Incorporation this 1st day of February, 1995.


Malcolm D. Young, Jr., Incorporator

Acceptance by the Registered Agent as required in Section 607.0501 (3) F.S.
C T Corporation System is familiar with and accepts the obligations provided for in Section
607.0505.

C T CORPORATION SYSTEM

Dated February 3, 1995

By: 

Robert D. Fischer

Name of Officer

Assistant Secretary

Title of Officer

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TALLAHASSEE, FLORIDA

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