

LAW OFFICE
OF
MARK A. SPENCE, P.A.
6400 MADISON STREET
NEW PORT RICHEY, FLORIDA 34652-2342
TELEPHONE (813) 846-1777

A GENERAL PRACTICE ATTORNEY
EMPHASIZING BANKRUPTCY LAW,
COMMERCIAL LITIGATION,
PERSONAL INJURY AND
WRONGFUL DEATH CASES

March 7, 1995
P95000020840

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

800001428858
-03/14/95--01070--003
*****70.00 *****70.00

RE: VACATION BREAK OF HOLIDAY, INC.

Dear Sirs:

Enclosed herewith please find the new Articles of Incorporation on the above referenced corporation, together with a check in the amount of \$ 70.00, which represents the corporation fees for filing.

Please process this corporation immediately and return the letter stating the incorporation number to this office at your earliest convenience.

Should you have any questions or need any additional information, please do not hesitate to contact my office.

Sincerely yours,



Mark A. Spence

ENC: Articles of Incorporation
check

MAS:js

FILED
1995 MAR 13 AM 9:21
TALLAHASSEE, FLORIDA

5088
3/15/95
P95-20840

ARTICLES OF INCORPORATION
OF
VACATION BREAK OF HOLIDAY, INC.

FILED
1995 MAR 13 PM 9 21
STATE OF FLORIDA
TALLAHASSEE

BY THESE ARTICLES OF INCORPORATION, the Incorporator forms a Corporation for Profit under Florida Law.

ARTICLE I- NAME

The name of this Corporation is VACATION BREAK OF HOLIDAY, INC., and the initial office of the corporation is located at 4521 Panorama Avenue, Holiday, Florida

ARTICLE II - TERM

This Corporation shall exist perpetually.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue Ten Thousand Shares of common stock with a par value of One Dollar per share.

ARTICLE V - REGISTERED AGENT

The initial registered agent for this Corporation is MARK A. SPENCE and the initial registered office is located at 6400 Madison Street, New Port Richey, Florida 34652.

ARTICLE VI - DIRECTORS

Initially, there shall be no directors appointed. The business of the corporation shall be managed by the stockholders.

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator is: Ernest J. DelMonico, P. O. Box 1318, Elfers,
Florida 34680

DATED this 7th day of March, 1995.

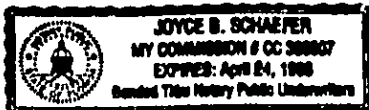
Ernest J. DelMonico
Ernest J. DelMonico, Incorporator

STATE OF FLORIDA)
)ss
COUNTY OF PASCO)

The foregoing instrument was acknowledged before me on this 7th day of March, 1995,
by Ernest J. DelMonico, Incorporator.

Joyce B. Schaefer
NOTARY PUBLIC

My Commission Expires.



CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this Corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

Mark A. Spence

MARK A. SPENCE Registered Agent

FILED
1995 MAR 13 AM 9:21
TALLAHASSEE, FLORIDA