

10000 STREET
TALLAHASSEE, FL 32301
TEL: 904/222-1111
FAX: 904/222-1111

Box 142-B086



networks
PROFESSIONAL
LEGAL & FINANCIAL SERVICES

P95000023174

STATE OF FLORIDA
COUNTY OF ALBANY
AFFIDAVIT
FILED FOR RECORDING
1/2/95

Patricia P. Pugh

DATE OF FILING: MARCH 21, 1995

FILED TIME: 11:15 AM

ORDER NO.: 950751

FILED FOR RECORDING

CUSTOMER NO.: 0077A

CUSTOMER: Mr. John Mithrasen
SWANN AND ASSOCIATES

Suite 220
1001 W. Morse Boulevard
Winter Park, FL 32789

DOMESTIC FILING

NAME: RESORT VACATIONS
INTERNATIONAL, INC.

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ ORIGINAL
☒ PLAIN COPIES BY
MAIL TO ALL OF THE STATES

CONTACT PERSON: JOHN L. DUNN

EXAMINER'S INITIAL:

FILED
51 MAR 21 PM 12:19
COUNTY OF ALBANY
TALLAHASSEE, FLORIDA

Dmc 3/22/95

ARTICLES OF INCORPORATION
OF
RESORT VACATIONS INTERNATIONAL, INC.

FILED
90 MAR 21 PM 10:10
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

RESORT VACATIONS INTERNATIONAL, INC.

The address of the principal office of this corporation shall be C/O 1031 West Morse Boulevard, Suite 290, Winter Park, Florida 32789, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Jerome Edgar Lewless II	1031 West Morse Boulevard, #290
Pres.	Winter Park, Florida 32789

Michael S. Borish	Same
V. Pres. Sales & Marketing/ Treas.	

Carlos H. Guerrero	Same
V. Pres. Latin Amer. Div./ Sec.	

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Information Services, Inc.
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Information Services, Inc., has hereunto set
their hand and seal of Corporation Information Services,
Inc., on March 21, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: [Signature]
Its Agent, (Gail Shelby)

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Information Services, Inc., a Florida
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

CORPORATION INFORMATION SERVICES, INC.

By: [Signature]
Its Agent, Gail Shelby

GLS/gls

1201 HAYS STREET
TALLAHASSEE, FL 32301
904 222 9071
904 222 0191 FAX

800-342-8086



P95000023174

RECEIVED
MAR 22 2:10
DIVISION OF CORPORATIONS

ACCOUNT NO. : 0721000000032

REFERENCE : 563751 8773A

AUTHORIZATION : Patricia Pizub

COST LIMIT : \$ 35.00

ORDER DATE : March 21, 1995

ORDER TIME : 1:31 PM

ORDER NO. : 563751

200001441972

CUSTOMER NO: 8773A

CUSTOMER: Mr. Jeff Milhausen
Swann And Associates
Suite 200
1031 W. Morse Boulevard
Winter Park, FL 32789

DOMESTIC AMENDMENT FILING

NAME: RESORT VACATIONS
INTERNATIONAL, INC.

FILED
55 MAR 30 PM 1:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

3/30
JMK
Hmend.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 29, 1995

CSC NETWORKS
JODIE
TALLAHASSEE, FL

SUBJECT: RESORT VACATIONS INTERNATIONAL, INC.
Ref. Number: P95000023174

resubmit
3-29-95

We have received your document for RESORT VACATIONS INTERNATIONAL, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

* The word "~~initial~~" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 095A00014141

* has
not been
corrected -
3 officers & directors
were designated originally
sorry.

RECEIVED
MAY 10 1995

02:11 PM 05/10/95

05/10/95

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

FILED
53 MAR 30 PM 1:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

ARTICLES I and VI of the Articles of Incorporation of
RESORT VACATIONS INTERNATIONAL, INC. shall be amended to read as
follows:

ARTICLE I. NAME

The name of the corporation shall be:

RESORT VACATIONS INTERNATIONAL, INC.

The address of the principal office of this corporation
shall be 1031 West Morse Boulevard, #270, Winter Park, Florida
32789 and the mailing address of the corporation shall be the
same.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one
director. The name and street address of the officer and
director who shall hold office for the first year of the
corporation, or until his successor is elected or appointed is:

Jerome Edgar Lewless, II
Pres./Dir.

1031 West Morse Boulevard, #270
Winter Park, Florida 32789

All other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator without shareholder action because shareholder action was not required.

The foregoing amendment was adopted on the 28th day of March, 1995.

Corporation Information Services, Inc.


BY: Its Incorporator,
Its Agent, Gail Shelby

P95000023174

Swann, Hadley, Denon & Milhaus, P.A.
Attorneys and Counselors at Law

P.O. BOX 1961
WINTER PARK, FLORIDA 32789-1961
TELEPHONE (407) 647 2777
FACSIMILE (407) 647 2157

Cervie P. Swann (1895 - 1984)

P. Raul Alvarez, Jr.
Joseph B. Denon
Ralph V. Hadley, III
Jeffrey P. Milhausen
Richard R. Swann

3 April 1995

SECRETARY OF STATE
1995 APR 13 PM 12:40
*****25.00 *****25.00

Corporate Division
Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Resort Vacations International, Inc.

Dear Sir or Madam:

Enclosed is the Statement of Change of Registered Office and Registered Agent form and our check representing the \$35 filing fee for the above-referenced corporation.

Your assistance in this matter is appreciated.

Very truly yours,



JEFFREY P. MILHAUSEN

JMM/ja

Encs.

FILED
1995 APR 13 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R. A. Cargle
LFT
4-19-95

Chapter No. 950000023174

Date Filed 3/22/95

STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: RESORT VACATIONS INTERNATIONAL, INC.

2. The name and address of its present registered agent is:

CORPORATION INFORMATION SERVICES, INC.
1201 Hays Street
Tallahassee, Florida 32301

3. The name and street address to which its registered agent is to be changed is:

Jeffrey P. Milhausen (P.O. BOX NOT ACCEPTABLE)
Z Swann, Hadley, Denion & Alvarez, P.A.

1031 West Morse Boulevard, Suite 270

Winter Park, FL 32789

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

Jerome Edgar Lewless, II/President
(Typed or printed name and title)

Signature

(President or Vice President)

Date

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 HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name Jeffrey P. Milhausen

Signature By: [Signature]

Date 4/08/95

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
122-0100 FAX

800-342-8086



P95000023174

ACCOUNT NO. : 072100000032
REFERENCE : 635111 149697A
AUTHORIZATION : *Patricia P. [signature]*
COST LIMIT : \$ 35.00

ORDER DATE : July 10, 1995

ORDER TIME : 3:48 PM

ORDER NO. : 635111

200001584802

CUSTOMER NO: 149697A

CUSTOMER: Mr. Jeff Milhousen
Swann Hadley Denton & Alvarez,
P. O. Box 1961

Winter Park, FL 32790-1961

DOMESTIC AMENDMENT FILING

NAME: RESORT VACATIONS INTERNATIONAL
INC.

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

FILED
95 JUL 11 PM 2:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

7/11
[Signature]

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
95 JUL 11 PM 2:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE 1 of the ARTICLES OF INCORPORATION of RESORT VACATIONS

INTERNATIONAL, INC. shall be amended to read as follows:
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE 1. NAME

The name of the corporation shall be:

RESORT VACATIONS INTERNATIONAL, INC.

The address of the principal office of this corporation shall be
THE LAKEHOUSE, 5000 Avenue of the Stars, Kissimmee, FLORIDA 34746
and the mailing address of the corporation shall be the same.

All other paragraphs and Articles of Incorporation shall remain unchanged.

The foregoing amendment was adopted by shareholder action and by approval
of the Board of Directors.

The foregoing amendment was adopted on the fifth (5) day of July, 1995.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: JULY 05, 1995

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were
sufficient for approval by _____."
voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 05 of JULY, 19 95.

Signature


(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

JEROME EDGAR LEWLESS, II

Typed or printed name

PRESIDENT

Title