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904-222-0393 FAX



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ACCOUNT NO. : 072100000032

REFERENCE : 567846 141644A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : March 29, 1995

ORDER TIME : 9:37 AM

ORDER NO. : 567846

CUSTOMER NO: 141644A

CUSTOMER: Jennifer West, Esq  
INTERVAL INTERNATIONAL, INC.

Penthouse 1  
6262 Sunset Drive  
Miami, FL 33143

9000001442738  
03/29/95--01047--009  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: CCS INTERNATIONAL, INC.

XXXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

T. BROWN MAR 29 1995

FILED  
95 MAR 29 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
95 MAR 29 PM 11:27  
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION  
OF  
CCS INTERNATIONAL, INC.**

**FILED**  
95 MAR 29 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of **CCS INTERNATIONAL, INC.** under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of the corporation is: **CCS INTERNATIONAL, INC.**

**ARTICLE II**

**DURATION**

The duration of the Corporation will be perpetual.

**ARTICLE III**

**PURPOSE**

The general purpose or purposes for which the Corporation is organized is to transact any and all lawful businesses for which a corporation may be incorporated under the Florida Business Corporation Act.

**ARTICLE IV**

**PRINCIPAL OFFICE**

The principal office of the Corporation shall be:

4960 S.W. 72 Avenue, Miami, Florida 33155

**ARTICLE V**

**AUTHORIZED SHARES**

The maximum number of shares of that the Corporation is authorized to issue is Ten Thousand (10,000) shares of Common Stock without par value.

## **ARTICLE VI**

### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 6262 Sunset Drive, PH 1, Miami, FL 33143, and the name of the Corporation's initial registered agent at that address is Jeanette E. Marbert, Esq.

## **ARTICLE VII**

### **INITIAL BOARD OF DIRECTORS**

The corporation shall have four (4) directors initially. The number of directors may be increased or diminished from time to time, as provided in the Bylaws. The name and addresses of the directors are:

<b><u>Name</u></b>	<b><u>Address</u></b>
Craig M. Nash	6262 Sunset Dr., PH1, Miami, FL 33143
Paul W. Rishell	6262 Sunset Dr., PH1, Miami, FL 33143
Randy Kupper	6262 Sunset Dr., PH1, Miami, FL 33143
E. Kirk Shelton	707 Summer St., Stamford, CT 06901

## **ARTICLE VIII**

### **INCORPORATOR**

The name and street address of the incorporator is:

<b><u>Name</u></b>	<b><u>Address</u></b>
Jennifer A. West	6262 Sunset Dr., PH1, Miami, FL 33143

## **ARTICLE IX**

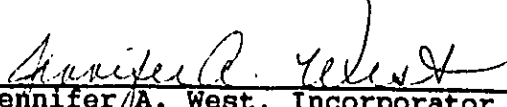
### **INDEMNIFICATION**

To the extent permitted by law, the Corporation shall indemnify any person who was or is a party to any proceeding by reason of the fact that he is or was a director, officer, employee, or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including any appeal thereof, if he acted in good faith and in a manner he reasonably believed to be in, or not opposed to,

the best interests of the Corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The Corporation shall reimburse each person for all costs and expenses, including attorneys' fees, reasonably incurred by him in connection with any such liability in the manner provided for by law or in accordance with the Corporation's Bylaws.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contain or restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 28<sup>th</sup> day of March, 1995.

  
Jennifer A. West, Incorporator

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been designated as registered agent for CCS International, Inc. in the foregoing Articles of Incorporation, I, Jeanette E. Marbert, accept the appointment as registered agent and hereby agree to accept service of process for said corporation and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. I am familiar with and accept the obligations of my position as registered agent.

Jeanette E. Marbert  
Jeanette E. Marbert

MARCH 28, 1995  
Date

FILED  
95 MAR 29 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA