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OCEAN REEF CLUB

KEY LARGO, FLORIDA 33037

SECRET  
TALLAHASSEE, FLORIDA  
JUN 17 AM 7:57

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

Gentlemen:

On behalf of 1-800 BUDGET GETAWAYS, INC. (the "Corporation"), I enclose the following:

1. Articles of Incorporation
2. Certificate Designating the Corporation's Resident Agent in Florida

Also enclosed is a check in the amount of \$122.50 for filing fees. Please return a certified copy of the Articles to the undersigned.

Very truly yours,



Kenneth A. Luban

5.00001457825  
-04/17/95--01046--005  
\*\*\*122.50 \*\*\*122.50

4/21/95



ARTICLES OF INCORPORATION  
OF  
1-800 BUDGET GETAWAYS, INC.

SECRET  
TALLAHASSEE, FLORIDA  
APR 17 1995  
11:51

ARTICLE I. The name of the corporation is 1-800 BUDGET GETAWAYS, INC. (the "Corporation").

ARTICLE II. The Corporation shall have a perpetual existence.

ARTICLE III. The Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be organized under the General Corporation Act of the State of Florida.

ARTICLE IV. The aggregate number of shares which the Corporation shall have authority to issue is 1,000 shares, \$.01 par value per share.

ARTICLE V. The mailing address and the street address of the principal office of the Corporation is 4712 Wingrove Boulevard, Orlando, Florida 32819.

ARTICLE VI. The name of the initial registered agent of the Corporation is Bruce J. Shulman. The address of the initial registered agent of the Corporation is 4712 Wingrove Boulevard, Orlando, Florida 32819.

ARTICLE VII. The initial Board of Directors shall consist of two persons, whose names and addresses are as follows:

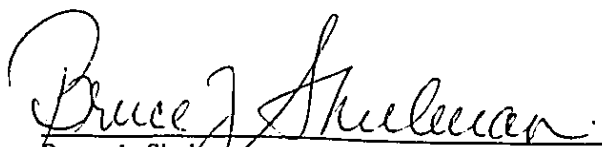
Bruce J. Shulman  
4712 Wingrove Blvd.  
Orlando, Florida 32819

Dave Stein  
3021 Ramblewood Drive, Apt 1-C  
Indianapolis, Indiana 46268

The number of directors may be increased or decreased from time to time in the manner provided in the By-Laws of the Corporation.

ARTICLE VIII. The name and address of the incorporator of the Corporation is Bruce J. Shulman, 4712 Wingrove Boulevard, Orlando, Florida 32819.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation on April 13, 1995.

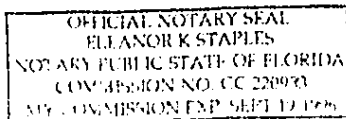
  
Bruce J. Shulman

STATE OF FLORIDA           )  
                                      )  
COUNTY OF MONROE        )  
                                      )        ss:

THE FOREGOING instrument was acknowledged before me this 13th day of April, 1995  
by Bruce J. Shulman, who is personally known to me or who has produced  
\_\_\_\_\_ as identification and who ✓ did \_\_\_\_\_ did not take an oath.

Eleanor K. Staples  
Notary Public ELEANOR K. STAPLES

My commission expires: Sept 19, 1996



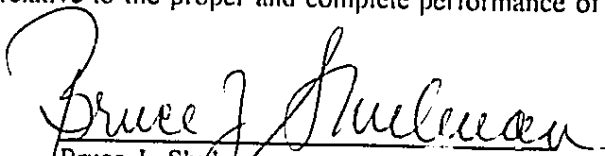
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED

RECEIVED  
STATE OF FLORIDA  
MAY 17 1995  
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That 1-800 BUDGET GETAWAYS, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at Orlando, Florida, Orange County, Florida, has named Bruce J. Shulman, located at 4712 Wingrove Boulevard, Orlando, Florida 32819, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation at the place designated by this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to the proper and complete performance of my duties.

  
Bruce J. Shulman

Dated: April 13, 1995

P95000031245

Lynn Walker Wright, P. A.

Attorney and Counselor At Law

2716 Rew Circle, Suite 102

Post Office Box 419

Ocoee, Florida 34761

†Lynn Walker Wright

Zachary E. Stumbo  
Of Counsel

†Also member of Georgia Bar

(407) 656-5500

FAX No. (407) 656-5898

February 3, 1997

Secretary of State  
Division of Corporations  
Attn: Amendment Section  
P.O. Box 6327  
Tallahassee, FL 32314

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-02/11/97--01009--021

\*\*\*\*\*70.00 \*\*\*\*\*35.00

RE: 1-800-BUDGET GETAWAYS, INC.  
and BRUDAV, Inc.

To Whom It May Concern:

Enclosed please find two Articles of Amendments to the above-named corporations duly executed by Bruce A. Shulman as President of the above-named corporations along with a check in sum \$70.00 as your fee for making the Amendment so indicated on the enclosed forms.

Thank you for your prompt assistance regarding this matter, and, please return a copy of this letter so enclosed indicating your receipt of same in the enclosed envelope.

Sincerely yours,

LYNN WALKER WRIGHT, P.A.

*Mary T. Bradtke*

Mary T. Bradtke

Assistant to LYNN WALKER WRIGHT

:mtb  
Enclosures  
corp\brudav.sec

Amend  
97 FEB 10 AM 10:17  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 FEB 10 AM 10:17

1-800-BUDGET GETAWAYS, INC.

(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 V. - Amended - The mailing address and the street address of the principal office of the Corporation is 7777 N. Wickham Road, Melbourne, Florida 32940.

**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: January 1997.

**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 31 day of January, 19 97.

Signature

Bruce J. Shulman

(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)

Bruce J. Shulman

Typed or printed name

President

Title

Director