

P95000039596

DOW, LOHNES & ALBERTSON

ATTORNEYS AT LAW

ONE RAVINIA DRIVE

SUITE 1600

ATLANTA, GEORGIA 30346-2108

CRAIG A. FOLDS
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May 8, 1995

VIA FEDERAL EXPRESS

Secretary of State of Florida
Corporations Division
409 Gaines Street
Tallahassee, Florida 32314

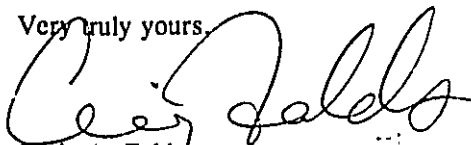
200001482492
-05/10/95 -01044 -013
****122.50 ****122.50

Dear Sir or Madam:

Please find enclosed for filing the Articles of Incorporation for Emerald Coast Vacations, Inc. I have enclosed a check in the amount of \$122.50, representing \$35.00 as the filing fee for the Articles, \$35 for the designation of registered agent and \$52.50 for the certified copy of the Articles of Incorporation.

Please call me if you have any questions.

Very truly yours,


Craig A. Folds

CAF/ms
Enclosures

789, 705, 671
w/95 — 10090

FILED
95 MAY 18 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROWN MAY 18 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 11, 1995

DOW, LOHNES & ALBERTSON
ATTN: CRAIG A. FOLDS
ONE RAVINA DRIVE, SUITE 1600
ATLANTA, GA 30346-2108

SUBJECT: EMERALD COAST VACATIONS, INC.
Ref. Number: W95000010090

We have received your document for EMERALD COAST VACATIONS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your document is being returned as requested.

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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 195A00024122

DOW, LOHNES & ALBERTSON

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CRAIG A. FOLDS
DIRECT DIAL (404) 901-8826

May 17, 1995

VIA FEDERAL EXPRESS

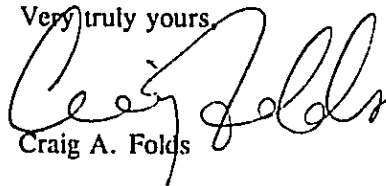
Secretary of State of Florida
Corporations Division
409 Gaines Street
Tallahassee, Florida 32314

Dear Sir or Madam:

Please find enclosed for filing the Articles of Incorporation for Emerald Coast Vacations, Inc. As indicated in your enclosed letter, I had previously requested that you return the documents rather than file them so that we could make some changes to the effective date of incorporation. We have made such changes in the enclosed documents, and I would appreciate it if you would process these Articles for filing. Please note that I previously paid the \$122.50 for the filing fee, designation of registered agent, and certified copy.

Please call me if you have any questions.

Very truly yours,



Craig A. Folds

CAF/ms
Enclosures

**ARTICLES OF INCORPORATION
OF
EMERALD COAST VACATIONS, INC.**

FILED
55 MAY 18 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of this corporation is: Emerald Coast Vacations, Inc. (hereafter referred to as the "Corporation").

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the Corporation is 4427 Fletcher Street, Panama City, Florida 32405.

ARTICLE III: DURATION

The Corporation shall have perpetual existence commencing upon the filing of these Articles.

ARTICLE IV: PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be incorporated under the Florida Business Corporation Act, as presently enacted and as it may be amended from time to time.

ARTICLE V: CAPITAL STOCK

The amount of the total authorized capital stock of the corporation shall be one thousand (1,000) shares of common stock, having a par value of one cent (\$0.01) per share.

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent and the street address of the initial registered office of the Corporation is:

NAME

Delphia Folds

ADDRESS

4427 Fletcher Street
Panama City, Florida 32405

ARTICLE VII: INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director. The number of directors may be either increased or diminished from time to time as provided for by the Bylaws.

The name and address of the initial director of the Corporation is:

NAME

Delphia Folds

ADDRESS

4427 Fletcher Street
Panama City, Florida 32405

ARTICLE VIII: INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

NAME

Craig A. Folds

ADDRESS

Dow, Lohnes & Albertson
Suite 1600
One Ravinia Drive
Atlanta, Georgia 30346

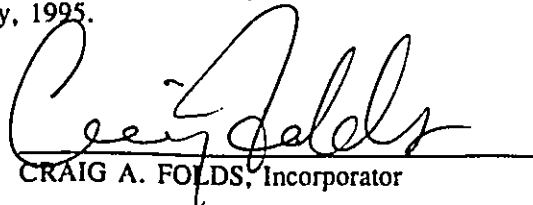
ARTICLE IX: INDEMNIFICATION

The Corporation shall indemnify any officer, director or shareholder, or any former officer, director or shareholder to the full extent permitted by law.

ARTICLE X: AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned, being the sole incorporator, has executed these Articles of Incorporation this 17th day of May, 1995.


CRAIG A. FOLDS, Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, Delphia Folds, having been designated to act as the registered agent of the Corporation, hereby agree to act in that capacity, and to fulfill all of the statutory duties of registered agent as set forth in Section 607.0505 of the Florida Business Corporation Act.

Delphia Folds
Delphia Folds, Registered Agent

Date: May 8, 1995

FILED
MAY 18 PM 3:14
TALLAHASSEE, FLORIDA