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Secretary of State
Division of Corporations
PO Box 6327
Tallahassee
FL 32314

700001565287
-08/21/95--01079--016
****122.50 ****122.50

8th July 1995

RE: CENTRAL FLORIDA INDEPENDANT RESERVATIONS INC

Dear Sir/Madam,

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Yours faithfully



JENIFER WILSON
CENTRAL FLORIDA INDEPENDANT RESERVATIONS INC
1200 Atrium Building - Suite 112
Central Ave
Kissimmee
FL 34741

FILED
95 AUG 21 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SAB
8/22/95

ARTICLES OF INCORPORATION

of

CENTRAL FLORIDA INDEPENDANT RESERVATIONS INC.
(name of corporation)

95 AUG 21 PM 2:27

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is:

CENTRAL FLORIDA INDEPENDANT RESERVATIONS INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue SIX HUNDRED shares (600) of \$1 ONE DOLLAR Dollar(s) (\$ 1) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>JENIFER E. WILSON</u>		
ADDRESS	<u>1200 ATRIUM BUILDING SUITE 112 - CENTRAL AVE</u>		
CITY	<u>KISSIMMEE</u>	FLORIDA	ZIP <u>34741</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>CENTRAL FLORIDA INDEPENDANT RESERVATIONS INC</u>		
ADDRESS	<u>1200 ATRIUM BUILDING SUITE 112 - CENTRAL AVE</u>		
CITY	<u>KISSIMMEE</u>	FLORIDA	ZIP <u>34741</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have FOUR (4) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>JENIFER E. WILSON</u>		
ADDRESS	<u>3380 SANDY SHORE LAKE</u>		
CITY	<u>FLORIDA KISSIMMEE</u>	STATE <u>FLORIDA</u>	ZIP <u>34743</u>
NAME	<u>LEONA BARKER</u>		
ADDRESS	<u>8735 TROPICAL LAKE DRIVE</u>		
CITY	<u>KISSIMMEE</u>	STATE <u>FLORIDA</u>	ZIP <u>34741</u>
NAME	<u>ROY HIND</u>		
ADDRESS	<u>THE OLD CONSERVATORY, DENBY GRANGE</u>		
CITY	<u>FLOOTON NR. WAKEFIELD</u>	STATE <u>U.K.</u>	ZIP <u>W4 4BE</u>

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	JUDITH HIND		
ADDRESS	THE OLD CONSERVATORY, DENBY GRANGE		
CITY	FLOCKTON	STATE	UK
		ZIP	214NEEL-URE
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 8/14 day of AUG, 1995.

[Signature] (Seal)

[Signature] (Seal)

_____ (Seal)

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

OF

CENTRAL FLORIDA INDEPENDANT RESERVATIONS
(name of corporation) INC.

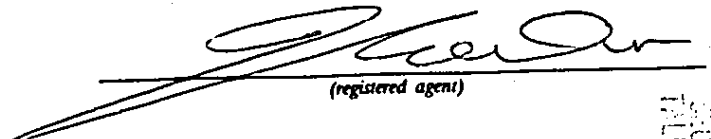
Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 1200 ATRIUM BUILDING - SUITE 112
CENTRAL AVE., KISSIMMEE, FL 34741

has named JENIFER WILSON
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)

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95 AUG 21 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Leona M. Barker 2735 Tropical Lake Dr. Kissimmee, FL 34741	
City/State/Zip	Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1.	(Corporation Name)	(Document #)
2.	(Corporation Name)	(Document #)
3.	(Corporation Name)	(Document #)
4.	(Corporation Name)	(Document #)

FILED
91 JUN 20 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

<input type="checkbox"/> Walk in	<input type="checkbox"/> Pick up time _____	<input type="checkbox"/> Certified Copy
<input type="checkbox"/> Mail out	<input type="checkbox"/> Will wait	<input type="checkbox"/> Photocopy
		<input type="checkbox"/> Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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*****35.00 *****35.00

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

O/D Res
Dec 6/25

Examiner's Initials	
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June 17, 1997


Secretary of State
P.O. Box 5327
Tallahassee, Florida 32314

Re: Central Florida Independent Reservations, Inc.

To Whom It May Concern:

I Leona M. Barker hereby tender my resignation as Director, Vice President and Treasurer of Central Florida Independent Reservations, Inc., a Florida corporation, to take effect immediately.

Signed,


Leona M. Barker

FILED
97 JUN 20 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA