



HARRY J. KLAUSNER
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DECEMBER 20, 1995

Secretary of State
Department of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

Division of Corporation:

Please find enclosed a check for one hundred twenty two dollars and fifty cents. Please return to my office copies of the articles of incorporation that I have enclosed with the check. Thank you for your consideration in this matter..

Sincerely


Harry J. Klausner J.D.

FILED
95 DEC 22 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 2 1996 BSA

FILED

CERTIFICATE OF INFORMATION

-OF-

TURN-KEY RESORTS INTERNATIONAL INC.

95 DEC 22 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE 1

The name of this corporation shall be:

TURN-KEY RESORTS INTERNATIONAL INC.

ARTICLES 11

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 111

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is (1000) shares of common stock, having a par value of ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE 1V

The amount of capital with which this corporation will begin business shall be the sum of not less than SIX HUNDRED (\$1,000.00) DOLLARS.

ARTICLE V

This corporation shall exists perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

11595 KELLY RD STE 312

FT. MYERS FLA 33908

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE VII

The names and street addresses of members of the first Board of Directors of This Corporation are as follows:

MIKE TROWBRIDGE

11595 KELLY RD STE 312,

FT. MYERS, FLORIDA 33908

ARTICLE IX

The names and street addresses of the persons signing these Articles of Incorporation as subscriber is as follows:

MIKE TROWBRIDGE

11595 KELLY RD STE 314

FT. MYERS, FLORIDA 33908

ARTICLE X

The Corporate existence of this corporation shall begin on the date of Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, The undersigned, MIKE TROWBRIDGE Incorporator, and _____, Incorporator both being natural persons, competent to contract, have hereunto set their hands and seals this 20th day of October, 1995.

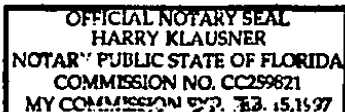
Mike Trowbridge (SEAL)

(SEAL)

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared MIKE TROWBRIDGE and _____ to me well known and known to be individuals described in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 20th day of October 1995.



(NOTARY SEAL)

Harry Klausner
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES

FILED

95 DEC 22 AM 10:54

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM MAY FLORIDA
SERVED

IN COMPLIANCE WITH SECTION 607.325, FLORIDA, THE FOLLOWING IS
SUBMITTED:

FIRST THAT TURN-KEY RESORTS INTERNATIONAL INC

WITH ITS PLACE OF BUSINESS AT 11595 KELLY RD,
FT. MYERS FLORIDA 33908

HAS NAMED HARRY KLAUSNER (NAME OF REGISTERED AGENT)

LOCATED AT 11595 KELLY RD STE 314 FT MYERS FLA 33908, AS ITS AGENT
TO
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE Mike Trawbridge
CORPORATE OFFICER

TITLE President

DATE 10/20/95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH
THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS
OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE Harry Klausner
(REGISTERED AGENT)

DATE 10/20/95

BUREAU OF CORPORATE RECORDS, P. O. BOX 6327,
TALLAHASSEE, FLORIDA 32314