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John R. Snow General Counsel TEL: (407) 002-0000 FAX: (407) 002-0251

195 Weldva Springs Road Suite 100 Longwood, Florida 32779 5010001574775 -01/02/96--01027--008 ****280.00 *****70.00

Lifestyles Vacation Travel Club, Inc.

OFFICE USE ONLY

When you're the best, you do things differently CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document & (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #1 Walk in -Pick up time Certified Copy Mail out Will wait Photocopy Certificate of Status **NEW FILINGS** AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger AUTHORIZATION BY PHONE TO OTHER FILINGS REGISTRATION/ QUALIFICATION? Annual Report DOC. EXAM Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Examiner's Initials Other CR2E031(10/92)



ARTICLES OF INCORPORATION

OF

SMART PIG, INC.

ARTICLE 1- Name

The name of this corporation is SMART PIO, INC.

ARTICLE II- Duration

This corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III- Purpose

This corporation is organized for the purpose to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV- Capital Stock

This corporation is authorized to issue One Thousand (1,000) shares of Ten Cents (.10) per value common stock which shall be designated "Common Shares".

ARTICLE V- Preemptive Rights

Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI- Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 195 Wekiva Springs Road, Suite 100, Longwood, Florida 32779, and the name of the initial registered agent of this corporation is John-R-Snow, 195 Wekiva Springs Road, Suite 100, Longwood, Florida 32779, who by his signature at the end hereof, accepts such designation.

ARTICLE VII - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from to time by the By-laws but shall never be less than one (1) director. The name and address of the initial director(s) of this corporation:

Marion Larry Cunningham 1645 E. Robinson Street Orlando, Florida 32746

President/Secretary/Treasurer

ARTICLE VIII - Principal Place of Business

The initial place of business of this corporation shall be 195 Wekiva Springs Road, Suite 103, Longwood, Florida, with the privilege of having branch offices within or without the State of Florida.

ARTICLE IX - Incorporator

Lawrence Carrolli

The name and address of the person signing these Articles is: John R. Snow, 195

Wekiva Springs Road, Suite 100, Longwood, Florida 32779.

IN WITNESS whereof, the undersigned has executed these Articles of Incorporation the day of <u>Deamler</u>, 1995.

Lawrence Crivelli

STATE OF FLORIDA)
COUNTY OF SEMINOLE)

Before me, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Lawrence Crivelli, known to me to be the person who executed the foregoing Article of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

Print Name:

Notary Public State of Florida

Commission Number:

Commission Expires:

JOHN R. SNOW
MY COMMISSION & CC 182180

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent 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 agree to comply with the provisions of Chapter 48.091, Florida Statutes.

Dated this D day of Ocenher, 1995.

Lawrence Crivelli

STATE OF FLORIDA)
COUNTY OF SEMINOLE)

BEFORE ME, the undersigned authority, this day personally appeared Lawrence Crivellic who, after being first duly sworn, deposes and says he signed the foregoing Certificate of Acceptance of Registered Agent freely, voluntarily and for the purposes therein expressed.

John /s

Print Name:

Notary Public State of Florida

Commission Number:

Commission Expires:

JOHN R. SNOW
MY COMMISSION # CC 183180
EXPINES: April 6, 1996
Bonded Thru Notary Public Underwriters