# P96000007413

#### TRANSMITTAL LETTER

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

SUBJECT: SUN PARADISE VACATIONS INC

SECRETARIO PARO SE SECRETARIO PARO SE TANDENAS OF STATE

100001693401 -01/19/96--01075--003 \*\*\*\*\*70.00 \*\*\*\*\*70.00

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and a check in the amount of 70.00 for FILING FEE, REGISTERED AGENT .

WILLIAM L PLATTER
499 E PALMETTO PARK RD STE 227
BOCA RATON, FL 33432
(407)-367-7371

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ARTICLES OF INCORPORATION OF SUN PARADISE VACATIONS INC

ARTICLE I - CORPORATE NAME

The name of the Corporation shall be:

SUN PARADISE VACATIONS INC

ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date these Articles are filed and until dissolved according to Florida law.

#### ARTICLE III - PURPOSE

This Corporation may engage in or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

#### ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1000 shares of \$.01 par value common stock which shall be designated "Common Stock".

ARTICLE V - INITIAL REGESTERED OFFICE AND AGENT AND PRINCIPAL OFFICE

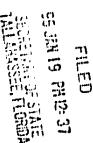
The name and street address of the initial Registered Agent Office and the Principal Office of the Corporation shall be:

WILLIAM L PLATTER
499 E PALMETTO PARK RD STE 227
BOCA RATON, FL 33432

#### ARTICLE VI - INTITIAL BOARD OF DIRECTORS

This Corporation shall have two Directors, initially. The number of Directors may be increased from time to time by the By-Laws but shall never be less than one. The name and address of the initial Directors are:

MARTHA DREWETT and JESSE DREWETT 500 W OAKLAND PARK BLVD WILTON MANORS, FL 33311



#### ARTICLE VII - INCORPORATOR

The name and street address of the Incorporator(s) of these Articles of Incorporation is\are:

MARTHA DREWETT and JESSE DREWETT 500 W OAKLAND PARK BLVD WILTON MANORS, FL 33311

#### ARTICLE VIII - RESTRICTIONS ON TRANSFER OF STOCK

Shares held by the Shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining Shareholders of to this Corporation. The price and terms at which, and the time within which such shares may be offered and sold shall be further specified by written agreement among all of the Shareholders of this Corporation.

#### ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

#### ARTICLE X - POWERS

This Corporation shall have all the corporate powers enumerated in the Florida General Corporations Act.

#### ARTICLE XI - INDEMNIFICATION

This Corporation shall indemnify any Officer of Director, or any former Officer of Director, to the full extent permitted by law.

#### ARTICLE XII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

Any Amendment hereto, and any right conferred upon the Shareholders, is subject to this reservation.

1N WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this January 12, 1996.

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### CERTIFICATE OF ACKNOWLEDGEMENT OF REGISTERED AGENT

## CERTIFIED REGESTERED AGENT OF SUN PARADISE VACATIONS 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: 499 E PALMETTO PARK RD STE 227

BOCA RATON, FL 33432 has named: WILLIAM L PLATTER located at the aforesaid address, as its Registered Agent to accept services 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 Las in keeping open said office.

WILLIAM L PLATTER

FILED
96 JAN 19 PN 12: 37
SHOWER FACT OF STATE
SHOWER FACT OF FLORIDA