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*76000011618*

ACCOUNT NO. : 72100000032

REFERENCE : 032900 050420

AUTHORIZATION :

*Patricia Projects*

COST LIMIT : \$ 122.50

ORDER DATE : February 5, 1996

ORDER TIME : 2:31 PM

ORDER NO. : 032900

500001708705

CUSTOMER NO: 050420

CUSTOMER: Suzanne F. Levine, Esquire  
SUZANNE F. LEVINE, ESQUIRE

Suite 104  
2519 McMullen Booth Road  
Clearwater, FL 34621

DOMESTIC FILING

NAME: VACATION ESCAPE OF LARGO, INC.

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: VICKI PEREZ

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
96 FEB -6 PM 2:13  
DIVISION OF CORPORATION

FILED  
96 FEB -6 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. BROWN FEB - 7 1996

ARTICLES OF INCORPORATION  
OF  
VACATION ESCAPE OF LARGO, INC.

FILED  
96 FEB -6 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

VACATION ESCAPE OF LARGO, INC.

The address of the principal office of this corporation shall be 13191 Starkey Road, Suite #5, Largo, Florida 34643, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage 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 III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be Suite 104, 2519 McMullen Booth Road, Clearwater, Florida 34621, and the name of the initial registered agent of the corporation at that address is Suzanne F. Levine, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have 2 Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Bobby Taylor Dir.	13191 Starkey Road, Suite #5 Largo, Florida 34643
Deborah Taylor Dir.	Same

#### ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Bobby Taylor Pres.	13191 Starkey Road, Suite #5 Largo, Florida 34643
Deborah Taylor V. Pres./Sec./Treas.	Same

#### ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

#### ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of  
Corporation Service Company, has hereunto set their hand  
and seal of Corporation Service Company on February 5, 1996.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar

Its Agent, Karen B. Rozar

FILED  
96 FEB -6 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Suzanne F. Levine, Esq., an individual residing in the state,  
having a business office located at:

2519 McMullen Booth Road, Suite 104  
Clearwater, FL 34621

and having been designated as the Registered Agent in the above and  
foregoing Articles, is familiar with and accepts the obligations of  
the position of Registered Agent under Section 607.0505, Florida  
Statutes.

By: 

Suzanne F. Levine, Esq.  
Registered Agent

ACG/vip