JULIAN K. DOMINICK, JR. ATTORNEY AT LAW 4EI NORTH FERNCREEK AVENUE ORLANDO, FLORIDA 32803 TELEPHONE (407) 898-850R February 12, 1996

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

8000001714738 -02/14/96--01059--009 ****122.50 *****122.50

Re: VIP SERVICES, INC.

Gentlemen:

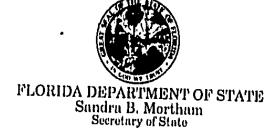
We enclose proposed Articles of Incorporation, in duplicate, for the above corporation.

Also enclosed is a check in the amount of \$122.50 to cover the filing fee, registered agent fee and certified copy.

Yery truly yours,

LIAN K. DOMINICK,

JKDjr:md Enclosures cc: Walter J. Collyer



February 19, 1996

MARIE C. COLLYER 2812 ABNEY AVENUE ORLANDO, FL 32833

SUBJECT: VIP SERVICES, INC. Ref. Number: W96000003694

We have received your document for VIP SERVICES, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley Corporate Specialist

Letter Number: 996A00007093

ARTICLES OF INCORPORATION

OF

VIP-SERVICES, -INC. VIP VACATION SERVICES, INC

ARTICLE I. NAME

UEP WICHTION SERVICES, THE.

The name of this corporation is: VIP-SERVICES, INC.

ARTICLE II. PURPOSE

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

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue 5,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE IV. PRINCIPAL OFFICE, MAILING ADDRESS, INITIAL REGISTERED OFFICE AND AGENT

The principal office of this corporation is located at 2812 Abney Avenue, Orlando, Florida 32833.

The mailing address of the corporation is 2812 Abney Avenue, Orlando, Florida 32833.

The street address of the corporation's initial registered office is 2812 Abney Avenue, Orlando, Florida 32833 and the name of the initial registered agent at that office is Marie C. Collyer.

ARTICLE V. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may either be increased or diminished from time to time by the by-laws. The name and address of the initial director of this corporation is:

Marie C. Collyer

2812 Abney Avenue Orlando, Florida 32833

ARTICLE VI. INCORPORATORS

The name and address of the person signing these Articles is:

Marie C. Collyer

2812 Abney Avenue Orlando, Florida 32833

Marie C. Collyer

STATE OF FLORIDA COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared MARIE C. COLLYER, to me well known to be described as Subscriber in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she subscribed to those Articles of Incorporation. She is personally known to me or has produced a driver's license as identification and did take an oath.

WITNESS my hand and official seal in the County and State named above, this day of Phonoacy, 1996.

Name: KAREN Notary Public

My Commission Expires:

KAREN S. PADGETT Hotary Public, State of Florida My comm. expires Dec. 28, 1996 Comm. No. CC248151

ACCEPTANCE BY REGISTERED AGENT

Names of Corporation: VIP-SERVICES, J

that she is familiar with and accepts the duties and responsibilities as registered agent for VIP-SERVICES, INC.

Marie C. Collyer

STATE OF FLORIDA COUNTY OF ORANGE

THE FOREGOING INSTRUMENT was acknowledged before me this day of <u>Jedniany</u>, 1996, by MARIE C. COLLYER, who is personally known to me or who has produced a driver's license as identification and who did take an oath.

Name: LAREN

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My Commission Expires:

KAREN S. PADGETT
Notary Public, State of Florida
My comm. expires Dec. 28, 1995
Comm. No. CC248451