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LEGAL & FINANCIAL SERVICE

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ACCOUNT NO. : 072100000032

REFERENCE : 896583 10831B

AUTHORIZATION : *Patricia Pyzdek*

COST LIMIT : \$ 175.00

ORDER DATE : March 26, 1996

ORDER TIME : 8:51 AM

ORDER NO. : 896583

CUSTOMER NO: 10831B

CUSTOMER: Lorri D. Wilson, Legal Asst
GREENSPOON MARDER HIRSCHFELD
RAFKIN
135 West Central, Suite 1100
Orlando, FL 32801

8000001759588

FILED
96 MAR 27 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FL 32301

RECEIVED
96 MAR 27 AM 11:14
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: CFI RESORTS MANAGEMENT-
SPRINGFIELD, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY 2 CERTIFIED COPIES
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

LIST

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

T. BROWN MAR 28 1996

FILED
96 MAR 27 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

CFI RESORTS MANAGEMENT- SPRINGFIELD, INC.

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:

CFI RESORTS MANAGEMENT- SPRINGFIELD, INC.

The address of the principal office of this corporation shall be 5601 Windhover Drive, Orlando, Florida 32819, 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 1,000 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 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

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 two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

David Siegel
Dir.

5601 Windhover Drive
Orlando, Florida 32819

Bettie Siegel
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:

David Siegel
Pres.

5601 Windhover Drive
Orlando, Florida 32819

Bettie Siegel
Sec.

Same

ARTICLE VIII. 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 March 27, 1996.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, 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.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

LRD/dks