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April 16, 1996

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

700001785867  
-04/18/96--01085--018  
\*\*\*122.50 \*\*\*122.50

Re: Articles of Incorporation for: HOLIDAY CONDOMINIUMS AND  
VILLAS, INC.

Gentlemen:

I am enclosing herewith an original and a copy of the Articles of Incorporation for the above named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing Fees	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	35.00
TOTAL	\$ 122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

I appreciate your prompt attention to this matter.

Sincerely,

*R. C. Migliaccio*  
Richard C. Migliaccio

RCM/hv  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 APR 18 AM 10:51

96/4/23/96

**ARTICLES OF INCORPORATION**

**OF**

**HOLIDAY CONDOMINIUMS AND VILLAS, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 APR 18 AM 10:51

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE ONE**

**NAME**

1.1 The name of the Corporation is **HOLIDAY CONDOMINIUMS AND VILLAS, INC.**

**ARTICLE TWO**

**DURATION**

2.1 The term of existence of the Corporation is perpetual.

**ARTICLE THREE**

**PURPOSE**

3.1 The purpose for which the Corporation is organized is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE FOUR**

**CAPITAL STOCK**

4.1 The aggregate number of shares which the Corporation has authority to issue is One Thousand (1,000) shares, all of which shall be common shares with par value of One Cent (\$.01).

**ARTICLE FIVE**

**INITIAL REGISTERED AGENT AND ADDRESS**

5.1 The name of the initial registered agent of the Corporation is **JAMES E. GARGANO**. The street address of the initial registered office of the Corporation is 660 W. Fairbanks Avenue, Winter Park, Florida 32789.

**ARTICLE SIX**

**PRINCIPAL OFFICE**

6.1 The street address of the principal office of the Corporation is 530 E. Central Boulevard, #805, Orlando, Florida 32801.

6.2 The mailing address of the Corporation is 530 E. Central Boulevard, #805, Orlando, Florida 32801.

**ARTICLE SEVEN**

**INCORPORATOR**

7.1 The name and address of the Incorporator is: **JAMES E. GARGANO**, 660 W. Fairbanks Avenue, Winter Park, Florida 32789.

**ARTICLE EIGHT  
INDEMNIFICATION**

8.1 The Corporation shall have the power to indemnify, to the fullest extent permitted by law, its directors, officers, employees and agents.

**ARTICLE NINE  
AMENDMENT OF ARTICLES**

9.1 The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

16, 1996. IN WITNESS WHEREOF, I have subscribed my name on APRIL

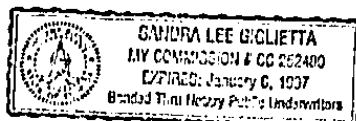
James E. Gargano  
JAMES E. GARGANO  
Incorporator

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
16 APR 18 AM 10:51

**STATE OF FLORIDA**

**COUNTY OF ORANGE**

The foregoing instrument was acknowledged before me this 16 day of April, 1996, by JAMES E. GARGANO, who is personally known to me, or who produced a valid Florida Driver's License as identification, and who did not take an oath.



Sandra Lee Giglietta

Having been named Registered Agent for HOLIDAY CONDOMINIUMS AND VILLAS, INC., I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes (1995).

APRIL 16, 1996  
Date

James E. Gargano  
JAMES E. GARGANO  
Registered Agent