

P96000046362
MAQUIN, VORHUES & WILSON, P.A.
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MAILING ADDRESS:
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ORLANDO, FLORIDA 32802

May 22, 1996

WRITTEN'S DIRECT DIAL

96 MAY 24 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

400001838644
-05/24/96--01052--010
***122.50 ***122.50

Division of Corporations
Department of State
409 East Gaines Street
Post Office Box 6327
Tallahassee, Florida 32314

Subject: Lake Buena Vista Venture I, Inc.

Gentlemen:

Enclosed please find the following in connection with the incorporation of Lake Buena Vista Venture I Inc.:

1. Articles of Incorporation and copy for certification; and
2. A check in the amount of \$122.50 to cover the following items:
(a) \$35.00 for filing fee; (b) \$35.00 for designation of Registered Agent; and (c) \$52.50 for one certified copy.

Your assistance in this matter is appreciated. Should you have any questions or comments regarding the above, please do not hesitate to contact me.

Very truly yours,

M. J. Spear

Mrs. Marlis J. Spear
Legal Assistant

/mjs

Enclosures

cc: A. Guy Neff, Esq.

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PH
5/31/96

ARTICLES OF INCORPORATION
OF
LAKE BUENA VISTA VENTURE I, INC.

FILED
96 MAY 24 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act.

ARTICLE I

Name

The name of the Corporation shall be Lake Buena Vista Venture I, Inc.

ARTICLE II

Principal Office

The principal office of the Corporation is located at 251 South Atlantic Avenue, Ormond Beach, Florida 32174, and its mailing address is the same.

ARTICLE III

Corporate Purposes, Power and Rights

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Duration of the Corporation

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

Authorized Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 10,000 shares of Common Stock, with a \$1.00 par value per share.

ARTICLE VI

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 3956 West Colonial Drive, Orlando, Florida 32808. The initial registered agent of the Corporation at the registered office shall be Anil Valbh.

ARTICLE VII

Initial Board of Directors

The initial Board of Directors shall consist of two (2) directors. The names and addresses of the persons who shall serve as directors of the Corporation until the first meeting of shareholders are:

<u>Name</u>	<u>Address</u>
Dipak D. Jobalia	251 South Atlantic Avenue Ormond Beach, Florida 32174
Anil Valbh	3956 West Colonial Drive Orlando, Florida 32808

ARTICLE VIII

Incorporator

is: The name and address of the incorporator of the Corporation

<u>Name</u>	<u>Address</u>
Anil Valbh	3956 West Colonial Drive Orlando, Florida 32808

Executed this 17th day of May, 1996.

FILED

96 MAY 24 PM 3:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Anil Valbh, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Anil Valbh,
Registered Agent

Date: May 17, 1996

P96000046362

MAQUINE, VOORHIM & WELLS, P.A.

Attorneys at Law

BUNTRUST CENTER, SUITE 3000
800 SOUTH ORANGE AVENUE
ORLANDO, FLORIDA 32801
TELEPHONE (407) 844-1100
FACSIMILE (407) 878-8807

WRITER'S DIRECT DIAL

MAILING ADDRESS:
P. O. BOX 633
ORLANDO, FLORIDA 32808

September 23, 1996

VIA COURIER

Division of Corporations
Department of State
409 East Gaines Street
Post Office Box 6327
Tallahassee, Florida 32314

Subject: Lake Buena Vista Venture I, Inc.

Gentlemen:

000001955220
-09/24/96--01146--005
*****43.75 *****43.75

Enclosed please find the following concerning the above-referenced corporation:

1. Original and one copy of Articles of Amendment; and
2. A check in the amount of \$43.75 in payment of the filing fee and one copy of a Certificate of Status.

Please file the original, date-stamp the photocopy with the filing information and return it to me, together with a Certificate of Status, for our file.

Your assistance in this matter is appreciated. Should you have any questions or comments regarding the above, please do not hesitate to contact me.

Very truly yours,

Marlis J. Spear

Mrs. Marlis J. Spear
Legal Assistant

/mjs
Enclosures
cc: A. Guy Neff, Esq.
PSTOR01324013.Fm

9/24

Handwritten signature and initials

*Call when Ready
681-9550
Jan*

ORLANDO

MELBOURNE

TAVARES

TALLAHASSEE

RECEIVED
96 SEP 24 PM 12:44
DIVISION OF CORPORATION

FILED
96 SEP 24 PM 1:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

LAKE BUENA VISTA VENTURE I, INC.

FILED

96 SEP 24 PM 2:48

ARTICLES OF AMENDMENT

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned officer of Lake Buena Vista Venture I, Inc. delivers these Articles of Amendment in order to amend the Articles of Incorporation of the Corporation.

ARTICLE I

The name of this Corporation is Lake Buena Vista Venture I, Inc.

ARTICLE II

Article I of the Corporation's Articles of Incorporation is amended to change the name of the Corporation to Mida Resorts III, Inc.

ARTICLE III

The joint resolution of all of the Shareholders and Directors of the Corporation changing the corporate name was adopted on September 14, 1996.

Executed this 14th day of September, 1996.


Dipak D. Jobania, President