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PUNTA GORDA, FLORIDA 33850  
(841) 837-1818  
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July 22, 1996

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

500001808105  
-07/24/96--01047--016  
\*\*\*122.50 \*\*\*122.50

Re: Incorporation of Barrett Holiday Homes, Inc.

Gentlemen:

Enclosed please find an original and executed copy of the Articles of Incorporation of the above referenced corporation and Designation of Registered Agent together with check #13378 in the amount of \$122.50 for filing fee and certified copy fee.

I would appreciate your returning to this office the Certification of Incorporation, certified copy of Articles and receipt as soon as possible.

Thank you for your assistance. If there are any questions please do not hesitate to contact the office.

Very Truly Yours,  
*Mary L. Wittreich*  
Mary L. Wittreich  
Secretary to E. David Johnson

Mary GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT RA Address as Cert  
DATE 7/26/96  
DOC. EXAM BL

EDJ/mlw  
Encl.

B. REGISTER JUL 26 1996

FILED  
96 JUL 24 AM 10:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BARETT HOLIDAY HOMES, INC.

FILED

96 JUL 24 AM 10:57

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE 1. - NAME

The name of this corporation is BARETT HOLIDAY HOMES, INC.

ARTICLE 2. - DURATION OF CORPORATE STATUS

This corporation shall exist perpetually.

ARTICLE 3. - PURPOSE

The general purposes for which this corporation is organized is to renovate and maintain single family homes and other properties utilized and available in the hospitality business for seasonal guests and includes the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

ARTICLE 4. - CAPITAL STOCK

The aggregate number of shares of stock this corporation is authorized to have outstanding at anytime is 1000 shares of common stock having a par value of \$1 per share. There shall be no other type or class of stock.

ARTICLE 5. - ADDRESS AND REGISTERED AGENT

The street address of the initial registered office of this corporation shall be 4519 Costello Street, Port Charlotte, Florida 33948. The name of the initial registered agent at such address is Judith Bartholmeu.

ARTICLE 6. - DIRECTORS

This corporation shall have two (2) directors initially. The number of directors maybe increased or decreased from time to time by By-Laws adopted by the shareholders, but shall never be less than one (1).

ARTICLE 7. - INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

Name

Address

Judith Bartholomew

4519 Costello Street  
Port Charlotte, FL 33948

Roger Kennett

4519 Costello Street  
Port Charlotte, FL 33948

ARTICLE 8. - INCORPORATORS

The names and post office addresses of the incorporators of this corporation are:

Name

Address

Judith Bartholomew

4519 Costello Street  
Port Charlotte, FL 33948

Roger Kennett


4519 Costello Street  
Port Charlotte, FL 33948

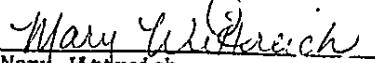
ARTICLE 9. - AMENDMENT


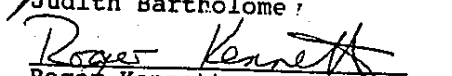
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned have hereunto subscribed their names and affixed their seals this 22 day of July, 1996.

Signed and Sealed in our presence (in duplicate):

  
E. David Johnson


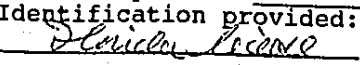
  
Mary Wittreich

  
Judith Bartholomew  
  
Roger Kennett

STATE OF FLORIDA  
COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this 22<sup>nd</sup> day of July, 1996 by Judith Bartholomew and Roger Kennett, as incorporators for BARETT HOLIDAY HOMES, INC.

  
NOTARY PUBLIC

Personally known   
Identification provided:  




CERTIFICATE DESIGNATING A REGISTERED AGENT AND  
REGISTERED OFFICE FOR THE SERVICE OF PROCESS

In compliance with Section 607.037(3), Florida Statutes, the following is submitted:

BARETT HOLIDAY HOMES, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 4519 Costello Street, Port Charlotte, County of Charlotte, State of Florida, 33948, has designated Judith Bartholomew, whose street address is 4519 Costello Street, Port Charlotte, County of Charlotte, State of Florida, 33948, as its agent to accept service of process within this state.

BARETT HOLIDAY HOMES, INC.

By: Judith Bartholomew

A C C E P T A N C E

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.

Judith Bartholomew  
Registered Agent

FILED  
96 JUL 24 AM 10:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA