MINISTER STATES

popartment of State Division of Corporations P. O. Box 832 Tallahussee, FL 32314

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ARTICLES OF INCORPORATION OF

VACATION BREAK OF PLANTATION, INC.

a Fiorida Corporation

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I CORPORATE NAME

The name of this Corporation shall be:

VACATION BREAK OF PLANTATION, INC.

FILED 96 AUG 14 PH S- S9 SEGRETARY OF STATE TALLAHASSEE, FLORDA.

ARTICLE II NATURE OF CORPORATE BUSINESS

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 1000 shares of one class of common stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV PREEMPTIVE RIGHTS

rights. All shareholders of the Corporation shall be vested with full preemptive

ARTICLE V

The Corporation shall commence its existence upon the filing of these Articles of Incorporation.

The Corporation shall have a perpetual existence, unless sooner dissolved according to law.

ARTICLE VI

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT: FRED MARKOWITZ

1868 N. University Drive Suite 202A

INITIAL REGISTERED OFFICE:

Plantation, Florida 33322

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

REGISTERED AGENT

Fred Markowitz

ARTICLE VII INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of directors may be increased or decreased from time to time, by the By-Laws adopted by the shareholders, but shall never be less than one (1) nor more than seven (7).

ARTICLE VIII INITIAL DIRECTORS

The names and addresses of the Inkial members of the Board of Directors are:

Fred Markowitz 1868 N. University Drive #202A

Donald McGovern 1868 N. University Drive #202A

Plantation, Florida 33322

Plantation, FL. 33322

CUMULATIVE VOTING FOR DIRECTORS

At all elections of directors of this corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of directors with respect to his shares of stock multiplied by the number of directors to be elected, and he may cast all such votes for a singular director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

ARTICLE X PRINCIPAL OFFICE

The principal office of the corporation is:

1868 N. University Drive #202A Plantation, Fl. 33322

ARTICLE XI MAILING ADDRESS

The mailing address of the corporation is:

1868 N. University Drive #202A
Plantation, F1. 33322

ARTICLES XII POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XIII INCORPORATOR

The name and address of the incorporator executing these Articles of Incorporation is:

Fred Markowitz 1868 N. University Drive #202A

Plantation, F1. 33322

ARTICLE XIV AMENDMENT OF ARTICLES

This 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 shareholders is subject to this reservation.

IN WITNESS WHEREOF, I, the incorporator, have executed the incorporation this 13 day of August 1996.	ese A	rticle	s of
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Fred Markowitz			m
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STATE OF FLORIDA	SZ	ά	
COUNTY OF Broward		93	
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oaths and take acknowledgments in the State and County aforesaid, person and Markowitz, to me known to be the Incorporator describe executed the foregoing Articles of Incorporation, and he duly acknowled he executed the same for the purposes therein expressed. WITNESS my hand and official seal in Cooper City		and me	
executed the foregoing Articles of Incorporation, andhe duly acknowledhe executed the same for the purposes therein expressed.	oed in Iged to	and me	
executed the foregoing Articles of Incorporation, andhe duly acknowledhe executed the same for the purposes therein expressed. WITNESS my hand and official seal in Cooper City County Elected this 12	oed in Iged to	and me	
executed the foregoing Articles of Incorporation, andhe duly acknowledhe executed the same for the purposes therein expressed. WITNESS my hand and official seal in Cooper City County, Florida, this13 day of August, 1996. Notary Public, State of Florida	oed in Iged to	and me	
executed the foregoing Articles of Incorporation, andhe duly acknowledhe executed the same for the purposes therein expressed. WITNESS my hand and official seal in Cooper City County, Florida, this13 day of August, 1996.	oed in Iged to	and me	