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P9600077286



PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 088307 5011226

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pyzdek

ORDER DATE : September 17, 1996

ORDER TIME : 10:39 AM

200001343432

ORDER NO. : 088307

CUSTOMER NO: 5011226

CUSTOMER: Melissa L. Wilson, Legal Asst  
GRAY HARRIS & ROBINSON

S.e. Bank Building, Suite 1200  
201 E. Pine Street  
Orlando, FL 32801

RECEIVED  
96 SEP 17 PM 3:03  
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: IRM INTERNATIONAL RESORTS  
MARKETING, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

RECEIVED  
96 SEP 17 PM 12:27  
DIVISION OF CORPORATION

9/17/96

95 SEP 17 11 31 33

ARTICLES OF INCORPORATION  
OF  
IRM INTERNATIONAL RESORTS MARKETING, INC.

ARTICLE I - NAME

The name of this corporation is IRM INTERNATIONAL RESORTS MARKETING, INC. The mailing address of the corporation shall be 3956 Town Center Boulevard, Suite 118, Orlando, Florida 32837.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$.01 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

201 E. Pine Street, Suite 1200  
Orlando, Florida 32801

The name of the initial registered agent of this corporation at that address shall be:

Michael E. Neukamm

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

A. This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

B. The names and addresses of the initial directors of this corporation are as follows:

<u>Name</u>	<u>Street Address</u>
Miguel A. Senior	3956 Town Center Boulevard Suite 118 Orlando, Florida 32837
William Felce	3956 Town Center Boulevard Suite 149 Orlando, Florida 32837

#### ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Michael E. Neukamm	201 E. Pine St., Suite 1200 Orlando, Florida 32801

#### ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors and the shareholders.

#### ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any

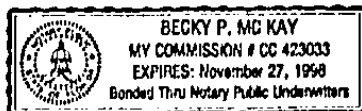
amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16<sup>th</sup> day September, 1996.

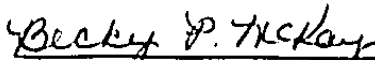
  
Michael E. Neukamm  
Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 16<sup>th</sup> day of September, 1996, by Michael E. Neukamm, who is personally known to me and did not take an oath.




AFFIX NOTARY STAMP

  
Signature of Notary Public  
BECKY P. MCKAY  
(Print Notary Name)  
My Commission Expires: \_\_\_\_\_  
Commission No.: \_\_\_\_\_

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of IRM INTERNATIONAL RESORTS MARKETING, INC., I hereby accept and agree to act in this capacity.

  
Michael E. Neukamm