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SECRET
FIVE STARS

September 12, 1996

Secretary of State
Division of Corporations
POB 6327
Tallahassee, FL 32314

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09/17/96--01111--002
****122.50 ****122.50

Re: Select Destinations, Inc.

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,


J. Paul John
Select Destinations, Inc.
7852 W. Irlo Bronson Highway
Kissimmee, FL 34747
407/390-0550

SEP 18 1996

ARTICLES OF INCORPORATION

of

SELECT DESTINATIONS, INC
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

SELECT DESTINATIONS, INC

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE THOUSAND shares (1000) of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>J. PAUL JOHN</u>		
ADDRESS	<u>7852 W. IRLO BRONSON HWY</u>		
CITY	<u>KISSIMMEE</u>	FLORIDA	ZIP <u>34747</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>SELECT DESTINATIONS, INC</u>		
ADDRESS	<u>7852 W. IRLO BRONSON HWY</u>		
CITY	<u>KISSIMMEE</u>	FLORIDA	ZIP <u>34747</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>J PAUL JOHN</u>		
ADDRESS	<u>10637 LAKE LOUISA RD</u>		
CITY	<u>CLERMONT</u>	STATE <u>FL</u>	ZIP <u>34711</u>
NAME	<u>MICHAEL STALLARD</u>		
ADDRESS	<u>2 RHIANFA LANE</u>		
CITY	<u>SWANSEA</u>	STATE <u>S. WALES, UK</u>	
NAME			
ADDRESS			
CITY		STATE	ZIP

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

SELECT DESTINATIONS, INC
(name of corporation)

RECEIVED
05 SEP 12 PM 5:30
FRIEDMAN

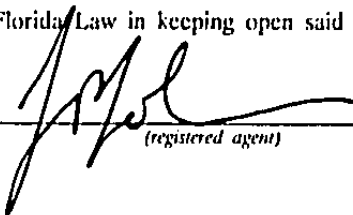
Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 7852 W. IRLO BRUNSON HWY
KISSIMMEE, FL 34747

has named J. PAUL JOHN
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)