

Cloud Consulting, Inc.

311 South Calhoun Street, Suite 202X, Tallahassee, Florida 32301
Telephone (904) 224-2228 Facsimile (904) 224-5033

P96 00009994

December 11, 1996

VIA HAND DELIVERY

Secretary of State
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, Florida 32314

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-12/11/96--01069--001
****122.50 ****122.50

Re: Vacation World, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation prepared for the above named company. Also, enclosed is a check in the amount of \$122.50 to cover the cost of this filing.

Filing Fee	\$35.00
Registered Agent	\$35.00
Certified Copy of Articles	<u>\$52.50</u>

Beginning date for this corporation is December 11, 1996.

Thank you for your attention in this matter.

Sincerely,

Wade Cloud
Wade Cloud, President
Cloud Consulting

Will wait

WC/lsc
Enclosure

RECEIVED
5 DEC 11 PM 12:17
BUREAU OF CORPORATIONS

FILED
96 DEC 11 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
VACATION WORLD, INC.

FILED
96 DEC 11 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.
CORPORATE NAME AND ADDRESS

The name of the corporation shall be:

VACATION WORLD, INC.

The address of the principal office of this corporation shall be 5105 Hayes Street, Hollywood, FL 33021 and the mailing address of the corporation shall be the same. The director may from time to time move the principal office to any other address in Florida.

ARTICLE II.
NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all lawful business permitted under the laws of the State of Florida.

ARTICLE III.
CAPITOL STOCK

The maximum number of shares of stock that this corporation is authorized to authorized to issue or have outstanding at any one time is 1,000 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV.
REGISTERED AGENT

The name and street address of the initial registered agent of the corporation shall be: Wade Cloud

C/O Cloud Consulting, Inc. .

311 South Calhoun Street, Suite 202X
Tallahassee, FL 32301

ARTICLE V.
TERM OF EXISTENCE

The corporation's term of existence is perpetual.

ARTICLE VI.
OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until a successor is elected of appointed is:

Ray McDade, President
5105 Hayes Street
Hollywood, FL 33021

ARTICLE VII.
BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of Directors may be increased from time to time by a resolution adopted by a majority of the shareholders, but shall never be fewer than one. The name and address of the first Board of Directors is:

NAME

Ray McDade

ADDRESS

5105 Hayes Street
Hollywood, Florida 33021

ARTICLE VIII.
INCORPORATOR

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

Cloud Consulting, Inc.
c/o Wade Cloud
311 South Calhoun Street, Suite 202X
Tallahassee, Florida 32301

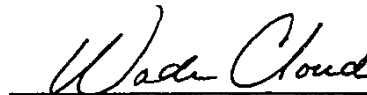
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 11th day of December, 1996.



Wade Cloud
Incorporator

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION
OF VACATION WORLD, INC.

I, Wade Cloud, having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, am familiar with and accept the obligation of the position of Registered Agent under Section 607.0505 of the Florida Statutes.



Wade Cloud
Registered Agent

STATE OF FLORIDA)
COUNTY OF LEON)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

BEFORE ME, the undersigned authority, personally appeared, Wade Cloud, who is well known to me to be the person described in and who executed the foregoing Acceptance of Incorporation on Vacation World, Inc. and he acknowledges to and before me that he executed the same for the uses and purposes therein mentioned and set forth.



Notary Public

(Seal)



PAMELA MARIE CLEMMONS
MY COMMISSION # CC434814 EXPIRES
January 23, 1999
BONDED THRU TROY FARM INSURANCE, INC.

My Commission Expires: