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FILED  
97 APR -4, PM 7:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

April 3, 1997

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

100002134001--2  
-04/04/97--01090--001 1  
\*\*\*\*125.00 \*\*\*\*125.00

Re: Filing New Corporation

Dear Sirs:

Enclosed please find a check in the amount of \$125.00 for filing the attached Articles of Corporation:

**Vacation Celebration, Inc.**

Very truly yours,

  
JAMES SCHWARTZ ESQ.

P.S. This corporation is formed in behalf  
of Eric Tolley and Rob Mader who recently  
reserved the name JT.

nc 4/7/97

**ARTICLES OF INCORPORATION  
OF  
Vacation Celebration, Inc.**

**FILED  
97 APR - 4 AM 7:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the Corporation shall be:

**Vacation Celebration, Inc.**

The principal place of business of this Corporation shall be 3325 Bartlett Boulevard, Orlando, Florida 32811.

**ARTICLE II. NATURE OF BUSINESS**

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 7,000 shares of common stock having \$1 par value per share.

#### **ARTICLE IV. ADDRESS**

The street address of the initial registered office of the Corporation shall be 416 Drew Street, Clearwater, Florida 34615, and the name of the initial registered agent of the Corporation at that address is James Schwartz who accepts the designation by his signature below.

#### **ARTICLE V. TERM OF EXISTENCE**

This Corporation is to exist perpetually.

#### **ARTICLE VI. PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

#### **ARTICLE VII. DIRECTORS**

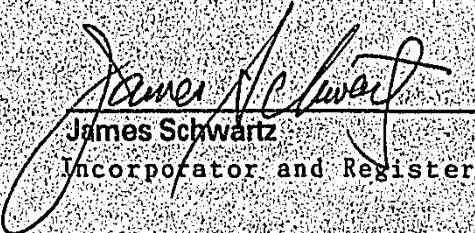
This Corporation shall have no Directors, initially. The affairs of the Corporation will be managed by the shareholders until such time Directors are designated by the Bylaws.

#### **ARTICLE VIII. INCORPORATORS**

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

James Schwartz  
416 Drew Street  
Clearwater, FL 34615

IN WITNESS WHEREOF, the undersigned authorized agent, James Schwartz, has hereunto set his hand and seal on this 3rd day of April, 1997.

  
James Schwartz  
Incorporator and Registered Agent

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 3rd day of April, 1997, by James Schwartz who is personally known to me or who has produced Florida Driver's Licenses as identification and who did take an oath.

  
NOTARY PUBLIC  
Commission # \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_



SUE ANN MCDOWELL  
MY COMMISSION # 00281923 EXPIRES  
May 2, 1997  
BONDED THRU TROY FAIR INSURANCE, INC.

FILED  
97 APR -4 AM 7:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA