

097000062159

SPOTTSWOOD, SPOTTSWOOD AND SPOTTSWOOD
ATTORNEYS AND COUNSELORS AT LAW
500 FLEMING STREET
POST OFFICE BOX 1900
KEY WEST, FLORIDA 33041-1900

JOHN M. SPOTTSWOOD, JR.
WILLIAM B. SPOTTSWOOD
OF COUNSEL:
JOHN M. SPOTTSWOOD (1920-1975)

TELEPHONE
305 - 294 - 0555
TELECOPIER
305 - 292 - 1982

June 24, 1997

Secretary of State
Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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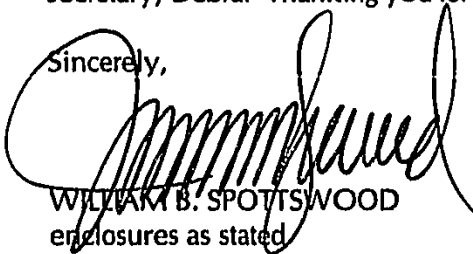
RE: RESORT COLLABORATIVE, LIMITED

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for Resort Collaborative, Ltd., a Florida Corporation, together with my check in the amount of \$122.50 for filing same. Kindly return a certified copy to the undersigned at the letterhead address.

If you have any questions or require additional information, please contact me or my secretary, Debra. Thanking you for your assistance in this matter, I am

Sincerely,


WILLIAM B. SPOTTSWOOD
enclosures as stated
WBS/dlr

Encl: as stated
c:\office\wpw\in\wpdocs\corporat\raig.11r

506-609-610
WAT-15411

Rebbie Rainer GAVE

AUTHORIZATION BY PHONE TO

CORRECT R.A. Address

DATE 7/16/97

DOC. EXAM. gf

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 17 PM 12:54

gf 7/17/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUL 17 04:55

July 2, 1997

SPOTTSWOOD, SPOTTSWOOD & SPOTTSWOOD, PA
ATTN: WILLIAM B. SPOTTSWOOD
POST OFFICE BOX 1900
KEY WEST, FL 33041-1900

SUBJECT: RESORT COLLABORATIVE, LTD.
Ref. Number: W97000015411

We have received your document for RESORT COLLABORATIVE, LTD. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The use of LIMITED or LTD. is not sufficient as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

The designation of the registered agent must be at a Florida street address.

A post office box is not an acceptable address for the registered agent.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 497A00034717

ARTICLES OF INCORPORATION
OF
RESORT COLLABORATIVE LIMITED, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 17 PM 12:55

FIRST: The name of this corporation is:

RESORT COLLABORATIVE LIMITED, INC.

SECOND: This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

THIRD: This corporation is authorized to issue 1,000 shares of common stock, par value \$1.00 per share.

FOURTH: The name and address of the initial registered agent of this corporation is: Donald Craig whose mailing address is C/O Craig Company, 600 White Street Key West, Florida 33041.

FIFTH: The names and addresses of the initial directors are: Donald Craig. The number of directors may be increased or decreased from time to time as provided in the By-laws but shall never be less than one.

SIXTH: The name and address of the incorporator of this corporation is: Donald Craig whose address is P.O. Box 372, Key West, FL 33041-0372.

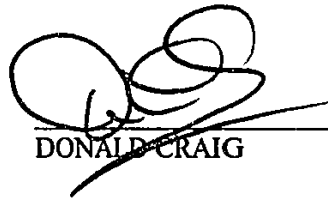
SEVENTH: This corporation shall indemnify its officer, directors, employees and agents to the full extent permitted by law.

EIGHTH: This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

NINTH: The principal address of the corporation is P.O. Box 372, Key West, Florida 33041-0372.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26 day of JUNE, 1997.

Incorporator:


DONALD CRAIG


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 17 PM 12:55

STATE OF FLORIDA

COUNTY OF MONROE

The foregoing instrument was acknowledged before me this 26 day of JUNE, 1997, by DONALD CRAIG who is personally known to me or who produced _____ as identification.





DEBRA LYNN RAINER
NOTARY PUBLIC

My Commission Expires:

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.


DONALD CRAIG