P97000083/4/

TRANSMITTAL LETTER

SUBJECT: All Timeshare Resales Services, Inc.

(Proposed corporate name - must include suffix)

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

700002301737--2 -09/24/97--01020--006 *****70.00 *****70.00

**	10p0000 20.p0.22.				
osed is an ori gina	il and one (1) co	py of the articles of incorporation a	and a check		
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate	\$122.50 \$131.25 Filing Fee Filing Fee, & Certified Copy & Certificate Additional Copy Required			
FROM:	Rebecca	D. MCNeely (printed or typed)			
36 S. Atlantic Ave.					
Ormond Beach, FL 32176 2 25 City, State & Zip					
	904- (e Telephone number	AH 1:18		
	\$70.00	\$70.00 \$78.75 Filing Fee & Certificate FROM: Rebecca Name 36 S. Ormand Co. 904-0	Filing Fee & Certified Copy & Certificate Additional Copy Required FROM: Rebecca D. McNeely Name (printed or typed) 36 S. Aflantic Ave. Address Ormand Beach, FL 32176		

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

> ARTICLE I NAME

The name of the corporation shall be:

All Timeshare Resales Services, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

36. S. Atlantic Ave.

Ormond Beach, FL 32176

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time

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INITIAL REGISTERED AGENT AND STREET ADDRESS ARTICLE IV The name and address of the initial registered agent is:

Scott Rost

444 Seabreeze Blud. Ste 800 Day tona Beach, FL 32118

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Rebecca McNeely, Pres. + Sec. 1901 Goldenrod Way Daytona Beach, FL 32176

Edward E. McNeely, VP+ Treasurer 11113 Hambley Ave. Orlando, FL 32837

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

18th day of <u>September</u>, 1997.

(An additional article must be added if an effective date is requested.)

Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:	All Timeshare Resa	les Services, In
2. The name and address of the regi	stered agent and office is:	
Sco	H R. Rost (NAME)	SECRE DIVISION 97 SE
<u> 444 S</u> (P.O. E	SOX OF Mail Drop Box NOT ACCEPTABLE)	FILED TARY OF DE CORE
Day tom	Beach FL 32/18 (CITY/STATE/ZIP)	STATE PORATIONS M 1: 18

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(SIGNATURE) (DATE) 18, 1997