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TRANSMITTAL LETTER

FILED

97 OCT -3 AM 8:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

500002310835--5
-10/03/97--01008--001
*****78.75 *****78.75

SUBJECT: UNIVERSAL VACATIONS REALTY, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$ 78.75

Filing Fee &
Certificate

FROM: PETER A. ALTMAN, CPA, PA
Name (printed or typed)

5715 MAIN STREET
Address

NEW PORT RICHEY, FL 34652
City, State & Zip

1-813-842-3262
Daytime Telephone Number

P. Hall OCT - 6 1997

NOTE: PLEASE PROVIDE THE ORIGINAL AND ONE COPY OF THE ARTICLES.

ARTICLES OF INCORPORATION

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TALLAHASSEE, FLORIDA

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:

UNIVERSAL VACATIONS REALTY, INC.

ARTICLE II PRINCIPAL OFFICE

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

4100 CORPORATE SQUARE
NAPLES, FL 34104

ARTICLE III SHARES

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

500

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

PETER A. ALTMAN, CPA, PA
5715 MAIN STREET
NEW PORT RICHEY, FL 34652

ARTICLE V INCORPORATOR(S)

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

PETER A. ALTMAN, CPA, PA
5715 MAIN STREET
NEW PORT RICHEY, FL 34652

ARTICLE VI INITIAL OFFICERS & DIRECTORS

The name(s) and street address(es) of the original director(s) and officer(s) is(are):

TREAVOR BRIGHT
4100 CORPORATE SQUARE
NAPLES, FL 34104

JUDITH BRIGHT
4100 CORPORATE SQUARE
NAPLES, FL 34104

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

THIRTIETH day of SEPTEMBER, 19 97.


Signature

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: UNIVERSAL VACATIONS REALTY, INC.
2. The name and address of the registered agent and office is:

PETER A. ALTMAN, CPA, PA
(Name)

5715 MAIN STREET
(P.O. Box not acceptable)

NEW PORT RICHEY, FL 34652
(City/State/Zip)

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

9/30/97
Date