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97 NOV -5 11:46
DIVISION OF CORPORATION

VALIDATION ONLY

11/4/97 Dinora

William Chiara

Requestor's Name
4701 W. 4 Ave.

Address
Hialeah, FL 33012

City State ZIP Phone
#557-3577

CORPORATION(S) NAME

Miami vacation club, Inc.

400002338514
-11/05/97-01033-008
****122.50 ****122.50

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
		<input type="checkbox"/> Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Certified Copy

Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION
OF
MIAMI VACATION CLUB, INC.

ARTICLE I - Name

The name of the corporation is:

MIAMI VACATION CLUB, INC.

ARTICLE II - Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Seven Thousand Five Hundred (7,500) shares of common stock, each share having a par value of One Dollar (\$1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - Term of Existence

This corporation shall have perpetual existence.

ARTICLE V - Initial Registered & Principapl Office Agent

The street address of this initial registered and principal office of this corporation is 48 E. Flagler Street, Suite 374, Miami, FL 33131 and the name of the initial registered agent of this corporation at that address is ANTONIO MOLL.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is: ANTONIO MOLL, 48 E. Flagler Street, Suite 374, Miami, FL 33131.

ARTICLE VII - Initial Officers

The names and addresses of the officers are as follows:

PRESIDENT: ANTONIO MOLL
48 E. Flagler Street
Suite 374
Miami, FL 33131

SECRETARY: ANTONIO MOLL
48 E. Flagler Street
Suite 374
Miami, FL 33131

TREASURER: ANTONIO MOLL
48 E. Flagler Street
Suite 374
Miami, FL 33131

ARTICLE VIII - Incorporator

The name and address of the person signing these articles is:
ANTONIO MOLL, 48 E. Flagler Street, Suite 374, Miami, FL 33131.

ARTICLE IX - Distribution

The name and address of the subscriber of this Articles of Incorporation, and the number of shares of stock which he agrees to take and the sums subscribed to and paid are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARE</u>
ANTONIO MOLL	48 E. Flagler Street Suite 374 Miami, FL 33131	500

ARTICLE X - Effective Date

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XI - Amendment

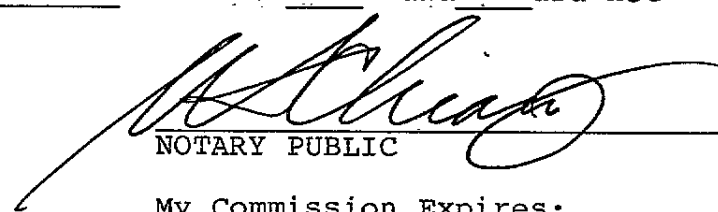
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 4 day of November, 1997.

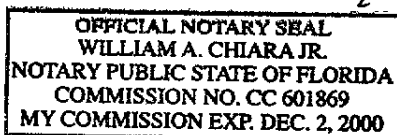

ANTONIO. MOLL

STATE OF FLORIDA)
 SS
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 4 day of November, 1997, by ANTONIO MOLL, who is personally known to me, or who has produced the following type of identification FL Driver's License and who ✓ did ✓ did not take an oath.


NOTARY PUBLIC

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST--THAT MIAMI VACATION CLUB, INC.
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF Miami
STATE OF Florida, HAS NAMED ANTONIO MOLL located at 48 E.
Flagler Street, Suite 374, Miami, FL 33131 AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE



ANTONIO MOLL

TITLE President

DATE November 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE



(RESIDENT AGENT)

DATE November 1997

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SECTION 48.091 OF STATE
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