

P97000107591



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 647142 6458A

AUTHORIZATION

*Patricia Pegg*

COST LIMIT : \$ 122.50

ORDER DATE : December 23, 1997

ORDER TIME : 11:22 AM

ORDER NO. : 647142-005

100002381221--6

CUSTOMER NO: 6458A

CUSTOMER: Ms. Lisa Carpenter  
BOGIN MUNNS & MUNNS

P. O. Box 2807

Orlando, FL 32802

DOMESTIC FILING

NAME: ALL STAR VACATION HOME  
MANAGEMENT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

*Dmc*  
*12/23/97*

FILED  
97 DEC 23 PM 2:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION  
OF  
ALL STAR VACATION HOME MANAGEMENT, INC.

FILED

97 DEC 23 PM 2:44

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the corporation shall be:

ALL STAR VACATION HOME MANAGEMENT, INC.

The address of the principal office of this corporation shall be:

26 N. Bermuda Avenue, Kissimmee, Florida 34741

and the mailing address of the corporation shall be the same.

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 7,500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 26 N. Bermuda Avenue, Kissimmee, Florida

34741, and the name of the initial registered agent of the corporation at that address is Jo Marie Hemphill.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Jo Marie Hemphill, 26 N. Bermuda Avenue, Kissimmee, Florida 34741  
Susan K. Trover, 26 N. Bermuda Avenue, Kissimmee, Florida 34741

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Susan K. Trover, President  
Jo Marie Hemphill, Vice President  
Susan K. Trover, Secretary  
Jo Marie Hemphill, Treasurer  
26 N. Bermuda Avenue, Kissimmee, Florida 34741

ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C.

1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE IX. INCORPORATOR

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

Jo Marie Hemphill, 26 N. Bermuda Avenue, Kissimmee, Florida  
34741

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand this 4<sup>th</sup> day of December, 1997.

By: Jo Marie Hemphill  
Jo Marie Hemphill, Incorporator

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**FILED**

97 DEC 23 PM 2:44

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.

The name of the corporation is:

**ALL STAR VACATION HOME MANAGEMENT, INC.**

The name and address of the registered agent and office is:

**Jo Marie Hemphill  
26 N. Bermuda Avenue, Kissimmee, Florida 34741**

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

*Jo Marie Hemphill*  
Jo Marie Hemphill

DATE

*12/04/97*