

5/05/98

P98000040864

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

3:50 PM

((H98000008539 2))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: VACATIONTIME MARKETING , INC.

AUDIT NUMBER.....H98000008539

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM CAPS Connect: 00:02:58

FILED
98 MAY -6 AM 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mc 5/6/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 6, 1998

EMPIRE

SUBJECT: VACATIONTIME MARKETING, INC.
REF: W98000010147

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The preparer information in the lower left hand corner of the document must be printed in at least a 10 point font to assure legibility.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: H98000008539
Letter Number: 698A00024782

5

H98000008539
FILED

ARTICLES OF INCORPORATION 98 MAY -6 AM 9: 54
OF
VACATIONTIME MARKETING, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the corporation shall be:

VACATIONTIME MARKETING, INC.

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

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

900 East Atlantic Boulevard
Pompano Beach, Florida 33060

ARTICLE III
DURATION

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE IV
PURPOSE(S)

This Corporation is organized for the purposes of transacting any and all lawful business.

ARTICLE V
CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock

ARTICLE VI
QUORUM FOR STOCKHOLDERS MEETINGS

Unless otherwise provided for in the Corporation's Bylaws, a

PREPARED BY: Tim A. Shane, P.A.
4800 N. Federal Highway, #2018
Boca Raton, FL 33431
(561) 362-5551
Bar No. 368431

H98000008539

H98000008539

majority of the shares entitled to vote, represented in person or by proxy, shall be require to constitute a quorum at a meeting of shareholders.

**ARTICLE VII
LIMITATION OF CORPORATE POWERS**

The corporate powers of this corporation are as provided in section 617.0302, Florida statutes, unless limited as follows:

No limitations

ARTICLE VIII

The name and street address of the initial registered agent is:

Cheryl Schmitt
900 East Atlantic Boulevard
Pompano Beach, Florida 33060

**ARTICLE IX
INCORPORATORS**

The name(s) and street address(es) of the incorporator(s) for these articles of incorporation is (are):

Cheryl Schmitt
900 East Atlantic Boulevard
Pompano Beach, Florida 33060

**ARTICLE X
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 in the manner provided in the Bylaws, but shall never be less than One. The name and address of the initial Director of the corporation is as follows:

Cheryl Schmitt
900 East Atlantic Boulevard
Pompano Beach, Florida 33060

**ARTICLE XI
INDEMNIFICATION**

The Corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the

H98000008539

H98000008539

Corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE XII
LIMITATIONS ON SHAREHOLDERS SUITS

Shareholders shall not have a cause of action against the Company's officers, Directors or agents as a result of any action taken, or as a result of their failure to take any action, unless deprivation of such right is deemed a nullity because, in the specific case, deprivation of a right of action would be impermissible in conflict with the public policy of the State of Florida. The fact that this Article shall be inapplicable in certain circumstances and the Courts of the State of Florida are hereby granted the specific authority to restructure this Article, on a case by case basis or generally, as required to most fully give legal effect to its intent.

The undersigned incorporator(s) has(have) executed these articles of incorporation this 5 day of May, 1998.

Signature(s) of the incorporator(s)

Cheryl Schmitt

CHERYL SCHMITT

Typed Name of Incorporator

Typed Name of Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 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: VacationTime Marketing, Inc.
2. The name and address of the registered agent and office is:

Cheryl Schmitt
900 East Atlantic Boulevard
Pompano Beach, Florida 33060

H98000008539

H98000008539

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:

Cheryl Schmitt

DATE:

May 5, 1998

FILED
98 MAY -6 AM 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H98000008539