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NEW FILINGS	AMENDMENTS		
Profit	Amendment	7.0	
NonProfit	Resignation of R.A., Officer/ I		
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OTHER FILINGS Annual Report	REGISTRATION/ QUALIFICATION	9: 05 DRIDA	
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Examiner's Initials QN 6-3-98

ARTICLES OF INCORPORATION OF

Best Orlando Vacation Services Inc.,

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

- 1. NAME. The name of the corporation is:

 Best Orlando Vacation Services Inc.,
- 2) PRINCIPLE OFFICE / MAILING ADDRESS. The principle office of the corporation is:

1106 West Oak Street Kissimmee, Fl. 34741

- 3. SHARES. The number of the shares the corporation is authorized to issue: 500 shares, \$1.00 par value.
- 4. INITIAL REGISTERED OFFICE AND AGENT. The name and street address of the initial registered agent and office of the corporation is:

Anne-Marie McCormack 1106 West Oak Street Kissimmee, Florida 34741

5. INCORPORATOR, and INITIAL DIRECTOR. The name and address of the incorporator, and initial director is:

Anne-Marie McCormack 1106 West Oak Street Kissimmee Florida 34741

- 6. PURPOSE. The purpose of the corporation is to engage in any and all lawful business purpose allowed under laws of the state of Florida and the United States of America.
- 7. MEETING BY CONFERENCE TELEPHONE. Members of the Board of Directors may participate in special, regular, annual meetings of the Board of Directors by means of conference, telephone or other similar communication equipment as provided by the law.
- 8. INDEMNIFICATION. The corporation is empowered to indemnify any officer or director, or any former officer or director in the manner set forth and provided for in the by laws of the corporation and pursuant to the provisions of section 607.0880 of the Florida Statutes, as amended.

- 9. AMENDMENT OF ARTICLES AND BYLAWS. The power to adopt, alter, amend, or repeal the articles of incorporation or bylaws of this corporation shall be vested in the directors by a majority vote.
- 10. INFORMATION ACTION OF DIRECTORS AND SHAREHOLDERS. If the required majority of the directors or shareholders severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be valid as though it had been authorized at a regular meeting of the board of directors or shareholders.

IN WITNESS WHEREOF, The undersigned Incorporator has exeuted these articles of incorporation this 28 day of May 1998.

Incoporator

Having been named as resident agent for the above state corporation, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.050, Florida Statutes.

Resident Agent

ara L Medina

Sara L Meditia My Commission CC682335 Expires September 22, 2001

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SECRETARY OF STATE
TALLAHASSEE F. STATE