CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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lacation Rentals, Inc.

Signature

Name

Walk-In

Requested by:

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ARTICLES OF INCORPORATION

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VACATION RENTALS, INC.

THE UNDERSIGNED, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is VACATION RENTALS, INC.

ARTICLE II - PLACE OF BUSINESS

The principal place of business shall be 351 S. U.S. Highway One, Suite 100, Jupiter, FL 33477.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV - STOCK

The aggregate number of shares which this corporation shall have authority to issue is 10,000 shares of Common Stock at \$1.00 par value per share. Fully-paid stock of this corporation shall not be liable to any further call or assessment. The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time, to the extent of the par value of such shares, and the excess, if any, of consideration received for such shares shall constitute capital surplus.

ARTICLE V - REGISTERED AGENT AND OFFICE

The street address of this corporation's initial registered office is 725 North A1A, Suite E-204, Jupiter, FL 33477 and the name of its initial registered agent at that address is David C. Tassell.

ARTICLE VI - AMENDMENT

These Articles of Incorporation may be amended, altered, changed, or repealed by the affirmative vote of a majority of the stock issued and outstanding, at a shareholders meeting called for that purpose.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

Name

<u>Address</u>

David C. Tassell

725 North A1A, Suite E-204 Jupiter, FL 33477

ARTICLE XI - BYLAWS

The Bylaws of the corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the Board of Directors or by the affirmative vote of a majority of shareholders at any meeting thereof.

DATED THIS 16 day of June, 1998.

David C. Tassell

Incorporator

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 the Florida Statutes, the following is submitted:

VACATION RENTALS, INC., a Florida Corporation, desiring to organize under the laws of the State of Florida, with its principal place of business as indicated in the foregoing Articles of Incorporation, State of Florida, has named

Agent

<u>Address</u>

David C. Tassell

725 North A1A, Suite E-204 Jupiter, FL 33477

as its agent to accept service of process within Florida, and as its Statutory Registered Agent.

ACKNOWLEDGEMENT AND ACCEPTANCE

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.

Dated this 16 day of June, 1998.

David C. Tassell Registered Agent 98 JUN 17 AM II: 37

STATE OF FLORIDA COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 16th day of June, 1998, by David C. Tassell, who is personally known to me and [did/did/not] take an oath

Notary Public

Commission No.:

My Commission Ex

LISA R. TAUBE
MY COMMISSION # CC 599028
EXPIRES: November 8, 2000
Bonded Thru Notary Public Underwriters