

P980000060482

HODGES FINANCIAL SERVICES
250 S. CR 427, SUITE 116
LONGWOOD, FL 32750-5466

EFFECTIVE DATE
6-29-98

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
409 E. GAINES ST.
TALLAHASSEE, FL 32399

100002580661--2
-07/06/98--01091--013
***122.50 ***122.50

DEAR SIR:

ENCLOSED PLEASE FIND ARTICLES OF INCORPORATION FOR GLOBAL TRAVEL & VACATION RENTALS, INC. ALONG WITH AN EXTRA COPY WHICH WE WOULD LIKE RETURNED TO US AT HODGES FINANCIAL SERVICES, 250 S. C.R. 427, SUITE 116, LONGWOOD, FL 32750-5466.

WE HAVE ENCLOSED A CHECK IN THE AMOUNT OF \$122.50 TO COVER THE FILING FEE, CERTIFIED COPY, AND REGISTERED AGENT DESIGNATION.

THANK YOU FOR YOUR PROMPT ATTENTION IN THIS MATTER.

SINCERELY YOURS,

George Hodges, EA.
GEORGE HODGES, EA

FILED
98 JUL -6 PM 2:07
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

7-8-98
[Signature]

EFFECTIVE DATE
6-29-98

ARTICLES OF INCORPORATION
OF
GLOBAL TRAVEL & VACATION RENTALS, INC.

FILED
98 JUL -6 PM 2:07
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE ONE

The Corporate name is:

GLOBAL TRAVEL & VACATION RENTALS, INC.

ARTICLE TWO

PRINCIPAL OFFICE

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

11228 COUNTRY HILL ROAD
CLERMONT, FL 34711

ARTICLE THREE

DURATION

The duration of the Corporation is perpetual. The effective date of this Corporation is JUNE 29, 1998.

ARTICLE FOUR

PURPOSE

The Corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

ARTICLE FIVE

CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue is 10,000, all of which shall be common shares with no par value.

ARTICLE SIX

The street address of the initial Registered Office of the Corporation is 250 CR-427 SOUTH, SUITE 116, LONGWOOD, FLORIDA 32750-5466 and the name of the initial Registered Agent at such address is GEORGE HODGES.

ARTICLE SEVEN

DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of a minimum of one director and a maximum of six directors. The initial Director will be DEBORAH S. RATHIE and will so serve until elections are held at the next meeting of the shareholders.

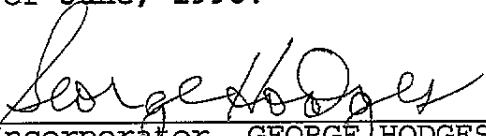
ARTICLE EIGHT

INCORPORATORS

The name and address of the Incorporator is:

GEORGE HODGES
250 CR-427 SOUTH, SUITE 116
LONGWOOD, FLORIDA 32750-5466
(407) 830-6773

The undersigned Incorporator has executed these Articles of Incorporation this 30th day of June, 1998.


Incorporator, GEORGE HODGES

CERTIFICATE OF REGISTERED AGENT

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:

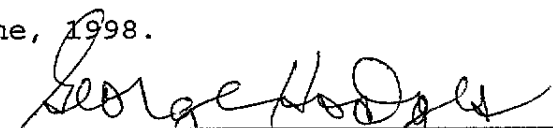
GLOBAL TRAVEL & VACATION RENTALS, INC.

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

GEORGE HODGES
250 CR-427 SOUTH, SUITE 116
LONGWOOD, FL 32750-5466

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 obligation of my position as registered agent.

DATE: This 30th day of June, 1998.


Registered Agent, GEORGE HODGES

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TALLAHASSEE, FLORIDA