

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Date: August 20th, 1998

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-08/21/98-01064--003
***122.50 ***122.50

Subject: **TimeShare Network International, Inc.**

Enclosed please find the original and one copy of the articles of incorporation plus a check in the amount of \$122.50: \$70 for your filing fees and \$52.50 for the certificate.

From: Ludwig Schmidt
P.O. Box 15885
Plantation, FL 33318-5885
Daytime Phone # (954) 791-0200

FILED
98 AUG 21 AM 10:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA
AUG 24 1998

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

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Article 1: Name

The name of the corporation shall be: **TimeShare Network International, Inc.**

Article 2: Principal Office

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

**8 Clyde Place
Monterey, TN 38574**

Article 3: Shares

The number of shares of stock that this corporation is authorized to have outstanding at any time is:

100 (One hundred)

Article 4: Initial Registered Agent and Street Address

The name and address of the initial registered agent is:

**Ludwig Schmidt
9278 NW 18th Street
Plantation, FL 33322**

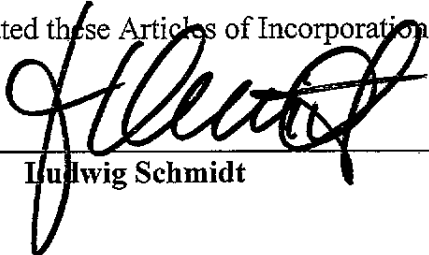
Article 5: Incorporator

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

**Ludwig Schmidt
9278 NW 18th Street
Plantation, FL 33322**

The undersigned incorporator has executed these Articles of Incorporation this **August 20th, 1998**

Signature _____


Ludwig Schmidt

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,
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 is: **TimeShare Network International, Inc.**
2. The name and address of the registered agent and office is:

Ludwig Schmidt, 9278 NW 18th Street, Plantation, FL 33322

Having been named as registered agents and to accept service of process for the above stated corporation at the place designated in this certificate, we hereby accept the appointment as registered agents and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and we are familiar with and accept the obligations of our position as registered agents.

Date: August 20th, 1998



Ludwig Schmidt

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