

P99000004259

**CAPITAL CONNECTION, INC.**

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

Timeshares By Owner  
of South Florida, Inc

99 JAN 14 PM 2:11

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION

RECEIVED  
99 JAN 14 PM 12:26  
DIVISION OF CORPORATION

✓ Art of Inc. File \_\_\_\_\_

\_\_\_\_ LTD Partnership File \_\_\_\_\_

\_\_\_\_ Foreign Corp. File 1100002742031 --- 3

\_\_\_\_ -01/14/99--01086--013

\_\_\_\_ L.C. File \_\_\_\_\_ \*\*\*\*\*70.00 \*\*\*\*\*70.00

\_\_\_\_ Fictitious Name File \_\_\_\_\_

\_\_\_\_ Trade/Service Mark \_\_\_\_\_

\_\_\_\_ Merger File \_\_\_\_\_

\_\_\_\_ Art. of Amend. File \_\_\_\_\_

\_\_\_\_ RA Resignation \_\_\_\_\_

\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_

\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_

0200 ✓ Cert. Copy \_\_\_\_\_

\_\_\_\_ Photo Copy \_\_\_\_\_

\_\_\_\_ Certificate of Good Standing \_\_\_\_\_

\_\_\_\_ Certificate of Status \_\_\_\_\_

\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_

\_\_\_\_ Corp Record Search \_\_\_\_\_

\_\_\_\_ Officer Search \_\_\_\_\_

\_\_\_\_ Fictitious Search \_\_\_\_\_

\_\_\_\_ Fictitious Owner Search \_\_\_\_\_

\_\_\_\_ Vehicle Search \_\_\_\_\_

\_\_\_\_ Driving Record \_\_\_\_\_

\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_

\_\_\_\_ UCC 11 Search \_\_\_\_\_

\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_

\_\_\_\_ Courier \_\_\_\_\_

Signature \_\_\_\_\_

Requested by: CS

Name \_\_\_\_\_

Date 1/14

Time 11:24

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

R. Purinton JAN 14 1999

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 JAN 14 PM 2:11

ARTICLES OF INCORPORATION

OF

TIMESHARES BY OWNER OF SOUTH FLORIDA, INC.

Pursuant to Section 607.0202, Florida Statutes, these articles of incorporation provide that:

1. The name of the corporation is Timeshares By Owner of South Florida, Inc. (the "Corporation").

2. The principal office of the Corporation is 2740 East Oakland Park Boulevard, Suite 202B Fort Lauderdale, Florida 33306.

3. The aggregate number of shares which the Corporation is authorized to issue is 5,000 shares of Common Stock, no par value per share.

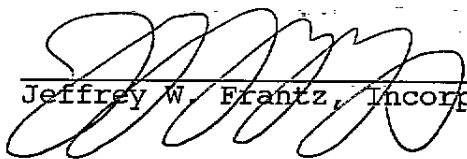
4. The street address of the initial registered office of this Corporation is 11900 Biscayne Boulevard, Suite 408, North Miami, Florida 33181, and the name of the initial registered agent of this Corporation at that address is Jeffrey W. Frantz, Esq.

5. The name and address of the person signing these Articles of Incorporation as incorporator is Jeffrey W. Frantz, Esq., 11900 Biscayne Boulevard, Suite 408, North Miami, Florida 33181.

6. The Corporation shall have two (2) directors initially. The initial Directors shall be Jana Lee Klimek and Jeffrey W. Frantz. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1).

7. The initial officers of the Corporation shall be Nuri Serra, President and Treasurer, and Jana Lee Klimek, Secretary. The officers may be changed at the time and in the manner set forth in the Organizational Minutes, Bylaws of the Corporation, or as provided in any Shareholders Agreement entered into between the shareholders of the Corporation and the Corporation.

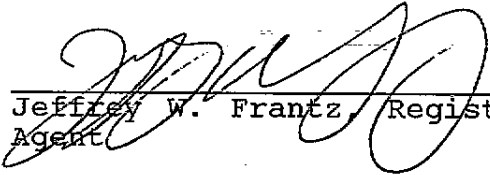
Dated: 1/13, 1999

  
Jeffrey W. Frantz, Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for Timeshares By Owner of South Florida, Inc. at the place designated in its articles of incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: 1/13, 1999

  
\_\_\_\_\_  
Jeffrey W. Frantz, Registered  
Agent

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