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ROLAND P. TAN, JR.

ATTORNEY AT LAW

3501 West Vine Street, Suite 338, Kissimmee, FL 34741

(407) 846-2882

June 14, 1999

Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, FL 32314

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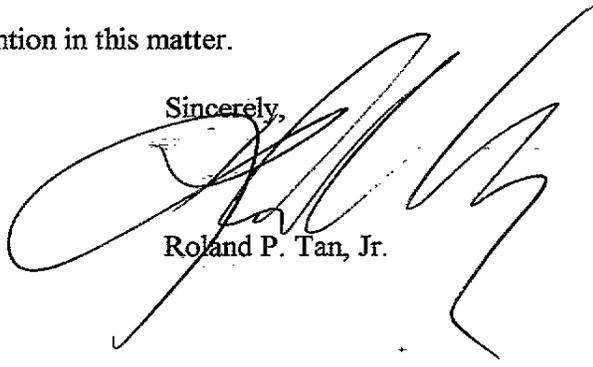
RE: Articles of Incorporation for Flamingo Vacation Homes, Inc.

Dear Sir/Madam,

Enclosed for filing please find the Articles of Incorporation for Flamingo Vacation Homes, Inc. and the Designation of Registered Agent. Also enclosed is check #225 in the amount of \$70.00, representing the filing fee of \$35.00 and the registered agent designation fee of \$35.00.

Thank you for your attention in this matter.

Sincerely,



Roland P. Tan, Jr.

RPT/nh
Enclosures

FILED
JUN 16 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6-17-99
170
Copy

**ARTICLES OF INCORPORATION
OF
FLAMINGO VACATION HOMES, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

FILED
99 JUN 16 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is: FLAMINGO VACATION HOMES, INC.

The principal place of business and mailing address of this corporation is:

3501 WEST VINE ST., SUITE 352, KISSIMMEE, FL 34741

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE HUNDRED (100) shares, having an individual par value of \$1.00.

ARTICLE V - INITIAL REGISTERED AGENT

The name and address of the Initial Registered Agent of this corporation is:

ROBERT SCHALL, 14355 TAMBOURINE DR., ORLANDO, FLORIDA, 32837

These Articles were prepared by:
Roland P. Tan, Jr.
3501 W. Vine St., Suite 338
Kissimmee, FL 34741
(407) 846-2882
Florida Bar No.: 983624

ARTICLE VI - INITIAL OFFICERS

The names and street addresses of the initial officers, who shall hold office the first year of the corporation's existence or until their successors are elected are:

President & Secretary

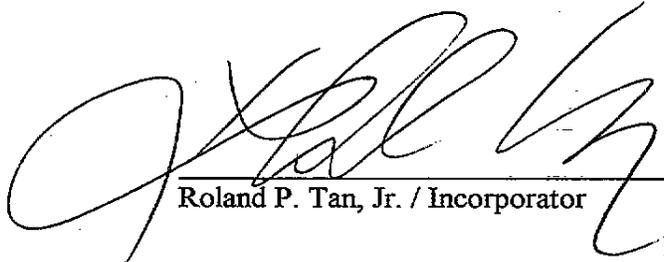
LOUAY G. SALEM, 3501 W. VINE ST., SUITE 352, KISSIMMEE, FL 34741

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

Roland P. Tan, Jr., 3501 West Vine St., Suite 338, Kissimmee, FL 34741.

The undersigned has executed these Articles of Incorporation this 14TH day of June, 1999.



Roland P. Tan, Jr. / Incorporator

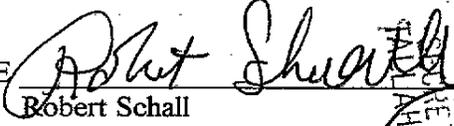
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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.

First that FLAMINGO VACATION HOMES, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation has named ROBERT SCHALL as its agent to accept service of process within this state.

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 OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE


Robert Schall
14355 Tambourine Dr.
Orlando, FL 32837

99 JUN 16 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED