CAPITAL CONNECTION, INC. POSS

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

Als Resorts, c	lno.	5000029524750 -08/06/9901048001 *****70.00 ******70.00
		LTD Partnership File
		Foreign Corp. File
		I.C. File
		Fictitious Name File
		Trade/Service Mark
		Merger File SS
		Art. of Amend. File
		RA Resignation
		Dissolution / Withdrawal
		Annual Report / Reinstatement
		Cert. Copy
		Photo Copy SSO & C
		Certificate of Good Standing
		Certificate of Status 3 5 5
		Certificate of Fictitious Name
		Corp Record Search
		Officer Search
		Fictitious Search
Signature		Fictitious Owner Search
8		Vehicle Search
		Driving Record
Requested by:	holda and	UCC 1 or 3 File
Name D	Pate Time	UCC_11 Search
		UCC 11 Retrieval
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ARTICLES OF INCORPORATION

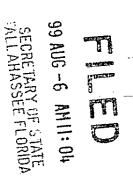
OF

ACS RESORTS, INC.

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

ARTICLE I: NAME

The name of the corporation is ACS RESORTS, INC.



ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 415 Gulfview Blvd., Clearwater Beach, FL 33767.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is David E. Platte, 603 Indian Rocks Rd., Belleair, FL 33756.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is

Stephen M. Parker, President/Director Cindy W. Parker, Secretary/Treasurer/Director 415 Gulfview Blvd., Clearwater Beach, FL 33767.

The undersigned has executed these Articles of Incorporation this 6th day of August, 1999.

"Capital Connection, Inc. by Lauren Strong, Client Representative"

Lauren Strong

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

FILED

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SECRETARY OF STATE TALLAHASSEE FLORIDA

of section 607.0501, Florida the provisions Pursuant to corporation, organized under the mentioned the Statutes, the following of Florida, submits state laws of the in designating the registered office/registered statement agent, in the state of Florida.

1.	The	name	of ti	the corporation is:			ACS RESORTS, INC.			
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								registere		and
off:	lce i	s:		David E.	<u>Platte</u>	-			· · · · · · · · · · · · · · · · · · ·	
				603 India	an Rocks R	d			· · · · · · · · · · · · · · · · · · ·	
				Belleair	, FL 33756	<u> </u>	-			

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE THE ABOVE STATED CORPORATION AT THE PLACE FOR PROCESS THE THIS CERTIFICATE, I ACCEPT HEREBY DESIGNATED IN REGISTERED AGENT AND AGREE TO ACT IN THIS AS-APPOINTMENT CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE ACCEPT THE WITH AND I ΑM FAMILIAR AND DUTIES, OF. OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Sant Platto