POHL & SHORT, P.A.
ATTORNEYS AT LAW

DWIGHT I. (IKE) COOL
ALEXANDER S. DOUGLAS, II
GARY A. FORSTER
E. GIVENS GOODSPEED
MARK A. GRIMES
ROBERT S. HOOFMAN
ROGER A. KELLY
ADAM O. KIRWAN
DAVID J. KOHS
FRANK L. POHL
JAMES E. SHEPHERD, V
HOUSTON E. SHORT
JOHN R. SIMPSON, JR.

TELEPHONE (407) 647-7645 FACSIMILE (407) 647-2314 EMAIL: PS@POHL-SHORT.COM MAILING ADDRESS: POST OFFICE BOX 3208 WINTER PARK, FLORIDA 32790

COURIER ADDRESS: 280 WEST CANTON AVENUE, SUITE 410 WINTER PARK, FLORIDA 32789

October 8, 1999

Florida Department of State Division of Corporations Qualification/Registration Section P.O. Box 6327 Tallahassee, Florida 32314

Re: Articles of Incorporation of Mirage Vacation Homes, Inc. Our File No. 3409-1

Dear Sir or Madam:

Enclosed for filing are an original and one copy of the executed Articles of Incorporation of Mirage Vacation Homes, Inc. (the "Corporation") together with a check in the amount of \$78.75 payable to the Florida Department of State to cover filing fees, the designation of the Corporation's registered agent, and the return of a certified copy of the Corporation's Articles of Incorporation.

If you have any questions, please do not hesitate to call me. Thank you for your attention to this matter.

Sincerely

Gary A. Forster

GAF/lih Enclosures

ARTICLES OF INCORPORATION OF MIRAGE VACATION HOMES, INC.



THE UNDERSIGNED, acting as sole incorporator of MIRAGE VACATION HOMES, INC. under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I NAME

The name of the corporation is MIRAGE VACATION HOMES, INC.

ARTICLE II SHARES

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), consisting of a single class of common stock, one cent (\$.01) par value per share.

ARTICLE III PRINCIPAL OFFICE

The address of the Principal Office of the corporation is 3103 Apartment G Sandpiper Lane, Kissimmee, Florida 34741. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

ARTICLE IV MAILING ADDRESS

The mailing address of the corporation is 3103 Apartment G Sandpiper Lane, Kissimmee, Florida 34741.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The address of the initial Registered Office of the corporation is 3103 Apartment G Sandpiper Lane, Kissimmee, Florida 34741, and the initial Registered Agent at such address is Andrea F. Haro.

ARTICLE VI INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is one (1). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The name and address of the person who is to serve as the initial Director until the first annual meeting of the shareholders of the corporation or until successor Directors are elected and shall qualify is as follows:

Andrea F. Haro

3103 Apartment G Sandpiper Lane Kissimmee, Florida 34741

ARTICLE VII INCORPORATOR

The name and address of the sole incorporator of the corporation is Andrea F. Haro, 3103 Apartment G Sandpiper Lane, Kissimmee, Florida 34741.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 4 day of Articles, 1999.

Andrea F. Haro, Incorporator

ACCEPTANCE OF APPOINTMENT BY INITIAL REGISTERED AGENT

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that she is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to her as Registered Agent of the corporation.

DATED, this day of _	<u>Votober</u> , 1999.	
	Andrea F. Haro	SECRETARY OF STA