

**Electronic Articles of Incorporation
For**

P07000100519
FILED
September 10, 2007
Sec. Of State
epeterson

H2O VACATIONS USA INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:
H2O VACATIONS USA INC

Article II

The principal place of business address:
13325 LAKE MARY JANE ROAD
ORLANDO, FL. US 32832

The mailing address of the corporation is:
13325 LAKE MARY JANE ROAD
ORLANDO, FL. US 32832

Article III

The purpose for which this corporation is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:
500

Article V

The name and Florida street address of the registered agent is:
NICOLA D WORCESTER
13325 LAKE MARY JANE ROAD
ORLANDO, FL. 32832

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: N WORCESTER

Article VI

The name and address of the incorporator is:

NICOLA D WORCESTER
13325 LAKE MARY JANE ROAD

ORLANDO, FLORIDA 32832

Incorporator Signature: N WORCESTER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
JOHN L WORCESTER
13325 LAKE MARY JANE ROAD
ORLANDO, FL. 32832 US

Title: S
NICOLA D WORCESTER
13325 LAKE MARY JANE ROAD
ORLANDO, FL. 32832

Article VIII

The effective date for this corporation shall be:

09/10/2007