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SECRETARY OF STATE
STATE OF COLORADO

ARTICLES OF INCORPORATION
OF
RESORT SYSTEMS, INC.

02-22-91 16:30
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The undersigned, being of the age of eighteen years or more and desiring to act as an incorporator of a corporation pursuant to the laws of the State of Colorado, does hereby adopt these Articles of Incorporation:

ARTICLE I

The name of this corporation shall be: Resort Systems, Inc. ✓

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The purpose for which this corporation is organized is to transact all lawful business, as the Board of Directors may determine from time to time, for which corporations may be incorporated pursuant to the Colorado Corporation Code.

ARTICLE IV

A. Authorized Capital. The authorized capital of this corporation shall consist of 1,000 shares of common stock with a par value of \$1.00 each. From time to time said shares may be issued by the corporation for such consideration expressed in dollars, not less than the par value thereof, in money paid, property received, or labor done, as may be fixed by the Board of Directors. All of said stock, when issued, shall be fully paid and nonassessable for any purpose. ✓

ARTICLE V

The address of the initial registered office of this corporation shall be 1400 South Colorado Boulevard, Suite 410, Denver, Colorado 80222, and the initial registered agent at such address shall be James M. Hankins. ✓

ARTICLE VI

The number of directors shall be as fixed from time to time by the Bylaws of the corporation. The number of directors constituting the initial Board of Directors shall be one (1), and until such time as the number of directors is increased to three (3) or more directors, the number of shareholders shall not exceed the number of directors. The name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and qualifies are:

James M. Hankins

1400 South Colorado Boulevard
Suite 410
Denver, Colorado 80222 ✓

COMPUTER UPDATE COMPLETE
MRP

ARTICLE VII

The name and address of the incorporator is:

William R. Neff

950 - 17th Street, Suite 1600
Denver, Colorado 80202

IN WITNESS WHEREOF, the incorporator has signed and verified these
Articles of Incorporation this 22nd day of February, 1991.



William R. Neff