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**AZ CORPORATION COMMISSION
FILED**

OCT 12 2011

FILE NO. E1713133-1

**ARTICLES OF ORGANIZATION
OF
GATEWAY VACATIONS, L.L.C.**

ARTICLE I - NAME

The name of this limited liability company ("Company") is:

GATEWAY VACATIONS, L.L.C.

ARTICLE II - REGISTERED OFFICE & STATUTORY AGENT

The address of the registered office of the Company and the name and business address of the Company's agent for service of process are:

Registered Office: 8315 N. Sendero Tres M Road
Paradise Valley, AZ 85253

Statutory Agent: Mark D. Chester
Chester & Shein, P.C.
8777 N. Gainey Center Drive
Suite 191
Scottsdale, Arizona 85258

ARTICLE III - PURPOSE

The purpose of the Company is to conduct any and all business for which a limited liability company may be formed and operated under Arizona law.

ARTICLE IV - MANAGEMENT & MANAGERS

The management of the Company is vested in its Managers. The name and business address of the Managers at the time of the Company's formation is:

Avana Holdings, LLC
9393 N. 90th Street #102
Scottsdale, Arizona 85258

ARTICLE V - MEMBERS

The name and business address of each Member who owns a twenty percent (20%) or greater interest in the capital or profits of the Company at the time of its formation are:

Avana Holdings, LLC
9393 N. 90th Street #102
Scottsdale, Arizona 85258

Jerald F. Jackson
317 Cold Mountain Trail
Fort Worth, TX 76131

Anthony Zarcaro
15710 Pinewood Cove
Houston, TX 77062

ARTICLE VI - LIABILITY & INDEMNIFICATION

Except as provided under Chapter 4 of Title 29 of the Arizona Revised Statutes, as amended from time to time, a Member, Manager, employee, officer or authorized agent of the Company is not liable, solely by reason of being a Member, Manager, employee, officer or authorized agent, for the debts, obligations, and liabilities of the Company, whether arising in contract or tort, under a judgment, decree or order of a court, or otherwise. The Company shall indemnify, to the maximum extent from time to time permitted by applicable law, any person who incurs liability or expense by reason of being a Member, Manager, employee, officer or authorized agent of the Company and this indemnification shall be mandatory in all circumstances in which indemnification is permitted by law.

DATED: October 11, 2011.

Gateway Vacations, L.L.C.

By: Avana Holdings, LLC, an Arizona
Limited Liability Company


By Terry Mayo, Managing Member of
Avana Holdings, LLC

CONSENT TO ACT AS STATUTORY AGENT

I, Mark D. Chester, 8777 North Gainey Center Drive, Suite 191, Scottsdale, Arizona 85258, having been appointed as statutory agent for GATEWAY VACATIONS, L.L.C., an Arizona limited liability company, hereby consent to act in that capacity until removal or resignation is submitted in accordance with the Arizona Revised Statutes.

DATED: October 11, 2011.



Mark D. Chester