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MARVIN I. WIENER  
BOARD CERTIFIED IN  
WILLS, TRUSTS & ESTATES

MARIE HIGGINS  
PARALEGAL

410558

March 2, 2000

FILED

00 MAR - 6 - AM 10:01  
TELEPHONE (305) 445-8888  
FAX (305) 445-8887  
E-MAIL: MIWPA900

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Secretary of State  
Division of Corporations  
PO Box 6327  
Tallahassee, Florida 32314

Re: Sovereign Hotel Corp.

700003158867--9  
-03/06/00--01124--007  
\*\*\*\*\*87.50 \*\*\*\*\*43.75

Dear Clerk:

We enclose:

1. Articles of Amendment of the Certificate of Incorporation of SOVEREIGN HOTEL CORP.
2. A firm check in the amount of \$87.50 - \$35.00 filing fee and \$52.50 for a certified copy of the articles of amendment.
3. A stamped envelope to this office for the transmittal of the certified articles of amendment.

Please call this office with any questions you may have.

Sincerely,

Amend  
3-17-00  
MHS

Marie Higgins  
Assistant to Marvin I. Wiener

/mh  
Enclosures

ARTICLES OF AMENDMENT  
OF THE CERTIFICATE OF INCORPORATION  
OF SOVEREIGN HOTEL CORP.  
a Florida corporation

FILED  
00 MAR -6 AM 10:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, comprising the officers of Sovereign Hotel Corp. do hereby certify as follows:

1. The name of this corporation is Sovereign Hotel Corp.
2. Article III of the Certificate of Incorporation of this corporation filed with the Secretary of State of the State of Florida on October 11, 1972 is hereby amended to read:

Article III. - Capital Stock

This corporation is authorized to have one (1) class of Common stock. Each share of Common stock shall have a par value of \$100. per share. Ten (10) of these shares shall have all voting rights, and ninety (90) of these shares shall have no voting rights. Except for voting rights, all shares shall have the same characteristics, shall share equally in dividends of this corporation.

3. All of the issued shares of this corporation comprise one thousand (1,000) shares of with a par value of \$1., Common stock. These shares, having a total par value of one thousand dollars (\$1,000.), shall be exchanged for the ten (10) voting shares of the stock authorized by these Articles of Amendment. The ninety (90) non-voting shares authorized by this instrument shall be unissued at this time.
4. The amendment to the Articles of Incorporation provided for the above was adopted on February 28<sup>th</sup>, 2000, by the unanimous vote of the shareholders and directors of this corporation.

Dated: February 28, 2000.

By: Julius Sand  
Julius Sand, as President and Director \*and Secretary  
of SOVEREIGN HOTEL CORP.,  
a Florida corporation

By: Roslyn Sand  
Roslyn Sand, as Vice President, Treasurer  
and Director of SOVEREIGN HOTEL CORP.,  
a Florida corporation

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

The foregoing instrument was sworn to and subscribed before me, the undersigned authority, this 28 day of Feb., 2000 by JULIUS SAND as president and director of SOVEREIGN HOTEL CORP., a Florida corporation, and ROSLYN SAND, vice president, secretary and director of SOVEREIGN HOTEL CORP., a Florida corporation, both of whom are personally known to me OR who have produced FL DL (type of ID) as identification.

5530-420-36-265-0 (J.S.)  
5530-062-39-927-0 (R.S.)

(Print Notary Name) Juan L. Babani

Notary Public  
State of Florida

