MARVIN I. WIENER, P.A.

ATTORNEY AT LAW

SUITE 900

2121 PONCE DE LEON BOULEVARD

CORAL GABLES, FLORIDA 33134-5285

410558 March 2, 2000 OO MAR - FELEPHONE (305) 445-8888
FACE MILE 1905) 445-8887
E-MAIL: MIWPA900
TALLAMASSEE, FLORIDA

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

Re:

Sovereign Hotel Corp.

70003158867--9 -03/06/00--01124--007 \*\*\*\*\*87.50 \*\*\*\*\*\*43.75

Dear Clerk:

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

## 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 filling 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,

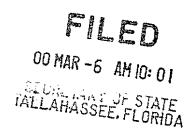
Marie Higgins

Assistant to Marvin I. Wiener

/mh

**Enclosures** 

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



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

By: And And 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 $ID$ as
identification.  \$530-420-36-265-0 (J.S.)  \$530-062-39-927-0 (P.S.)    Print Notary Name  Juan Babani     Notary Public     State of Florida
JUAN L. BABANI MY COMMISSION # CC 906472 EXPIRES: January 30, 2004 Bonded Thru Notary Public Underwriters