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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 328311 5030952

AUTHORIZATION : Patricia Pajuts

COST LIMIT : \$ 52.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG -3 PM 2:39

ORDER DATE : August 3, 1999

ORDER TIME : 10:35 AM

ORDER NO. : 328311-005

CUSTOMER NO: 5030952

500002949045--0

CUSTOMER: Ms. Penny Arbulu
Phillips Eisinger & Koss,
Suite 265 South
4000 Hollywood Boulevard
Hollywood, FL 33021

DOMESTIC AMENDMENT FILING

NAME: RIVIERA CLUB II, LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jamela Abaied

EXAMINER'S INITIALS: _____

3K
8/3/99

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

FILED
CLERK OF STATE
CORPORATIONS
99 AUG -3 PM 2:39

RIVIERA CLUB II, LTD.

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of State on March 17, 1997, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendment(s): (indicate article number(s) being amended, added, or deleted)

Article 4 of the Certificate of Limited Partnership is hereby amended to read in its entirety as follows:

4. The name and business address of the sole General Partner is as follows:

Riviera Club, Inc.
1600 S. Ocean Boulevard
Pompano Beach, Florida 33062

F95000007961

SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signature(s)

Signature of current general partner:

Signature(s) of new general partner(s), if applicable:

RIVIERA CLUB, INC., a Florida corporation

BY: *Pierre Martin*

PIERRE MARTIN, Vice President