

F22174

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ORANGE LAKE COUNTRY CLUB, INC.

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April 5, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

ORANGE LAKE COUNTRY CLUB, INC.
8505 W IRLO BRONSON MEM HWY
KISSIMMEE, FL 34747-8201US

SUBJECT: ORANGE LAKE COUNTRY CLUB, INC.
REF: F22174

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

If shareholder approval was not required, a statement to that effect must be contained in the document.

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Carol Mustain
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DIVISION OF CORPORATIONS

P.O BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ORANGE LAKE COUNTRY CLUB, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, Orange Lake Country Club, Inc., a for profit corporation organized and existing under the laws of the State of Florida, under Articles of Incorporation filed in the office of the Secretary of State on the 5th day of March, 1981, and amended March 11, 1981, hereby further amends the Articles of Incorporation, as follows:

1. Article IV of the Articles of Incorporation is hereby deleted in its entirety and the following is substituted in lieu thereof:

"This corporation is authorized to issue One Hundred Thousand shares of \$1.00 par value common stock, consisting of One Thousand (1,000) shares of voting common stock and Ninety-Nine Thousand (99,000) shares of non-voting common stock."

2. Article IX of the Articles of Incorporation is hereby redesignated as Article X (without any other change in the language of such Article) and a new Article IX to be entitled "ARTICLE IX - PREEMPTIVE RIGHTS" is hereby inserted and shall read as follows:

"This corporation elects to have preemptive rights with respect to shares of stock or securities convertible into shares of stock of the corporation."

3. This Amendment provides for the reclassification and cancellation of issued shares. Pursuant to this Amendment, all of the outstanding 124,19340 shares of common stock are hereby cancelled, and all One Thousand (1,000) shares of newly authorized voting common stock and all Ninety-Nine Thousand (99,000) shares of newly authorized nonvoting common stock shall be issued pro rata in exchange therefor.

4. Each of the foregoing amendments was adopted March 15, 2006.

5. Each of the foregoing amendments shall be effective immediately upon filing.

6. Each of the foregoing amendments was approved by the unanimous written consent of all of the shareholders.

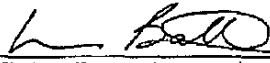
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IN WITNESS WHEREOF, the undersigned officer of this corporation, being duly authorized, has executed these Articles of Amendment this 15th day of March, 2006.

ORANGE LAKE COUNTRY CLUB, INC.



William Batt, Vice-President

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