



F96000006615

Liberty Financial Companies, Inc.
Federal Reserve Plaza
600 Atlantic Avenue
Boston, MA 02210-2214

February 5, 1998

617-722-6000

BY UPS

Amendment Section
Florida Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: **Liberty Real Estate Management, Inc. -
Amendment for Name Change**

700002425067--5
-02/09/98--01060--003
*****43.75 *****43.75

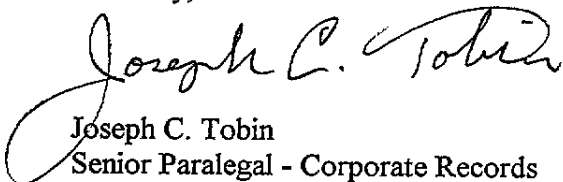
Dear Sir or Madam:

Enclosed in connection with the name change from "Liberty Real Estate Management, Inc." to "Liberty Hospitality Group, Inc." are:

1. Florida Application to File Amendment;
2. Delaware Certificate in the original;
3. Copy of amendment filing sent to Delaware; and
4. Filing Fee of \$43.75 (Check No. 2548).

If you need additional information or documentation, please contact me directly. Also, thank you for your Division's prompt response in sending me the proper forms.

Sincerely,


Joseph C. Tobin
Senior Paralegal - Corporate Records

\jt
Enclosures (4)
(617) 371-2330
(617) 742-7338 (fax)
(617-371-2330)

FILED
98 FEB -9 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
DE
2/10

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

FILED
98 FEB - 9 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. LIBERTY REAL ESTATE MANAGEMENT, INC.
Name of corporation as it appears on the records of the Department of State.
2. Delaware 3. December 17, 1996
Incorporated under laws of Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? November 17, 1997
5. LIBERTY HOSPITALITY GROUP, INC.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
- _____
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- _____
New Jurisdiction

John A. Benning
Signature

February 5, 1998
Date

John A. Benning
Typed or printed name

Assistant Secretary
Title

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "LIBERTY REAL ESTATE MANAGEMENT, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "LIBERTY HOSPITALITY GROUP, INC.", THE SEVENTEENTH DAY OF NOVEMBER, A.D. 1997, AT 9 O'CLOCK A.M.




Edward J. Freel, Secretary of State

2226131 8320

AUTHENTICATION: 8858570

971437220

DATE: 01-09-98