

Law Offices

HOLLAND & KNIGHT LLP

One Atlantic Center
1201 West Peachtree Street, N.E.
Suite 2000
Atlanta, Georgia 30309-3400

404-817-8500
FAX 404-881-0470
www.hklaw.com

Atlanta
Boston
Fort Lauderdale
Jacksonville
Lakeland
Melbourne
Mexico City
Miami
New York
Northern Virginia
Orlando
Providence
San Francisco
St. Petersburg
Tallahassee
Tampa
Washington, D.C.
West Palm Beach

February 17, 2000

KAREN BLACK
404-817-8427

Internet Address:
kblack@hklaw.com

CERTIFIED MAIL

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-02/24/00--01082--014
*****35.00 *****35.00

Re: BIC Hotel Management, Inc. - Articles of Amendment

Dear Sirs/Mesdames:

We have enclosed for filing articles of amendment in duplicate for BIC Hotel Management, Inc. together with our firm check in the amount of \$35.00 for the filing fee.

Trusting that the enclosed documentation is complete and satisfactory please issue the certificate at your earliest convenience.

If you have any questions regarding the above matter please do not hesitate to contact me.

Very truly yours,

HOLLAND & KNIGHT LLP



Karen Black
Paralegal

Enclosures

cc: file (w/enclosure)

ATL1 #195187 v2

N/C
V. SHEPARD MAR 8 2000

FILED
00 FEB 24 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BIC HOTEL MANAGEMENT, INC.
(HEREBY CHANGING ITS NAME TO BARCELÓ HOSPITALITY USA, INC.)

FILED
00 FEB 24 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of § 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of this corporation is BIC HOTEL MANAGEMENT, INC. (the "Corporation").
2. This Amendment made to the Articles of Incorporation of the Corporation was duly adopted by written consent executed by the Directors and Shareholders of the Corporation pursuant to § 607.0704 and § 607.0821 of the Florida Business Corporation Act on February 10, 2000.
3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.
4. Article one of the Articles of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

Article I. Name

The name of the corporation is BARCELÓ HOSPITALITY USA, INC.

IN WITNESS WHEREOF, these Articles of Amendment have been executed on this 10th day of February, 2000.

BIC HOTEL MANAGEMENT, INC.
(hereby changing its name to
BARCELÓ HOSPITALITY USA, INC.)

by: 
Charles Scott, Vice President