<u>580876</u>

Requester's Name

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-06/03/02--01047--003
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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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T BROWN JUN - 6 2002

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



ISLAND HOTELS INC

(present name)

B0876

lumber of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

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

ARTICLE 7:

PRESIDENT: DAVID B. CUENTAL 816 EATON St. KEYWEST. BOARD OF DIEECTOR FL. 33040

SECRETARY: AMY C. KELLEY 814 EATON ST. KEY WEST BOARD OF DIRECTOR FL 33040

CHANGE OF LEXISTER AGENT 607.0502, 607, 1508 OR 617.1508

AS OF JUNE 1, 2002 THE NEW REGISTERED AGENT

OF OLD ISLAND HOTELS, INC., SHALL BE: AMY C. KELLEY 814 EATEN St. KEY WEST, FL33040 HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued (CONTINUED)

shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

BACK OF.

COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE
OF MY DUTIES, AND I AM FAMILAR WITH AND
ACCEPT THE OBLIGATION OF MY POSITION AS
REGISTERED AGENT,

5/28/02-DATE

Amy & KELLEY, TREASURER/SEC.

THIRD:	The date of each amendment's adoption: JUNE 1, 2002.						
FOURTH	: Adoption of Amendment(s) (CHECK ONE)						
<u> </u>	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.						
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):						
	"The number of votes cast for the amendment(s) was/were sufficient for approval by"						
_							
_	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.						
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.						
Signature_	Signed this						
	the shareholders)						
	OR						
(By a director if adopted by the directors)							
	OR						
	(By an incorporator if adopted by the incorporators)						
	The state of the s						
	PRESIDENT						