



P93000081778

ACCOUNT NO. : 072100000032

REFERENCE : 613196 7152846

AUTHORIZATION : *Patricia Pizeto*

COST LIMIT : \$ 35.00

FILED
02 JUN 10 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : June 6, 2002

ORDER TIME : 3:39 PM

ORDER NO. : 613196-020

CUSTOMER NO: 7152846

CUSTOMER: William C. Murtha, Esq
Sun International North
2106 New Road
Suite C-7
Linwood, NJ 08221

RECEIVED
02 JUN 10 PM 4:28
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: SUN INTERNATIONAL RESORTS,
INC.

EFFECTIVE DATE:

500005729865-00

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

N.C.
C. Coullatte JUN 18 2002

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 11, 2002

CSC
ATTN: SARA
TALLAHASSEE, FL

RESUBMIT
Please give original
submission date as file date.

SUBJECT: SUN INTERNATIONAL RESORTS, INC.
Ref. Number: P93000081778

We have received your document for SUN INTERNATIONAL RESORTS, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 902A00038192

REC'D
02 JUN 18 AM 11:46
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SUN INTERNATIONAL RESORTS, INC.

FILED
02 JUN 10 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its Articles of Incorporation.

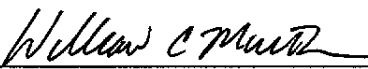
FIRST: Article I of the Articles of Incorporation are amended so that, as amended, said article shall read as follows:

"The name of this corporation is Kerzner International Resorts, Inc. and its principal place of business is 1415 East Sunrise Boulevard, Fort Lauderdale, Florida 33304."

SECOND: The amendment was adopted by the unanimous vote of the Board of Directors on the 15th day of April 2002.

THIRD: The amendment was approved by the written consent of the corporation's sole shareholder pursuant to Section 607.0704 of the Florida Statutes on April 15, 2002.

SUN INTERNATIONAL RESORTS, INC.



William C. Murtha, Senior Vice President,
Corporate Counsel & Secretary