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P97000027830

October 9, 1997

Secretary of State
P.O. Box 6327
Tallahassee, Florida 32314

RE: Tristar Lodging, Inc.

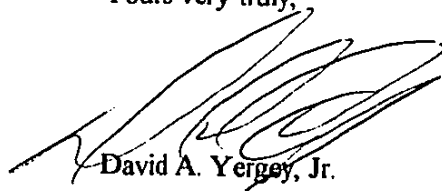
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*****35.00 *****35.00

Dear Sir or Madam:

Enclosed please find Articles of Amendment for the above named corporation along with a check in the amount of \$35.00. Please file same and return confirmation to this office.

Should you have any questions, please don't hesitate to call us.

Yours very truly,



David A. Yergey, Jr.

DAYJr:lb
enclosure

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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RECEIVED
AND
FILED

1247000027830
Amended
10-13-97
J.P.F.

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

TRISTAR LODGING, INC.

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:

ARTICLE VIII:

ISHWAR NARAN is deleted as Vice-President. ANIL I. VALBH is appointed Vice-President.

ARTICLE XI

ISHWAR NARAN'S 500 shares of stock are reissued to ANIL I. VALBH.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment, if not contained in the amendment itself, are as follows: NOT APPLICABLE

THIRD: The date of each amendment's adoption is August 25, 1997.

FOURTH: The amendments were approved by the shareholders and directors. The number of votes cast for the amendments were sufficient for approval.

Signed this 25 day of August 1997.

TRISTAR LODGING, INC.


ANIL I. VALBH

SECRET
FALL 1997
5/10/97 13:00:33
FALL 1997
5/10/97 13:00:33