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F. Andrews Taintor

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June 16, 1998  
VBT 98176

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

Re: Vanderbilt Beach Motel, Inc.  
Amendment to Articles of Incorporation  
Charter No.: 325423

FILED  
98 JUN 19 AM 11:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear sir/madam:

In connection with the above matter, enclosed please find original Certificate of Amendment to Articles of Incorporation for Vanderbilt Beach Motel, Inc., a Florida corporation, together with our firm check no. 1423 payable to the Secretary of State in the amount of \$35.00 representing the required filing fee.

Should you have a question, please contact our office.

Yours very truly,

  
F. Andrews Taintor

Enclosure

Amend

Dee 6/29

CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION  
OF VANDERBILT BEACH MOTEL, INC.

FILED  
98 JUN 19 AM 11:38  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

The undersigned, being the duly elected and acting President and Secretary of VANDERBILT BEACH MOTEL, INC., a Florida corporation (the "Corporation"), do hereby certify that the following Amendment to the Articles of Incorporation of the Corporation was duly adopted by, and consented to, in writing, by the shareholders of the Corporation as of May 26, 1998. The number of votes cast for the amendment by the shareholders was sufficient for approval.

Paragraph SEVENTH: of the Articles shall be amended in its entirety to read as follows:

The number of directors of the corporation shall be two (2).

IN WITNESS WHEREOF, the undersigned officers of the Corporation have executed this Certificate of Amendment this 26<sup>th</sup> day of May, 1998.

VANDERBILT BEACH MOTEL, INC., a  
Florida corporation

Carol Beuschel

Witness

Karl W. Beuschel

Witness

By:

Michael J. Moore

Michael J. Moore, President

Attest:

Carolyn B. Moore

Carolyn B. Moore, Secretary

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing Certificate of Amendment was acknowledged before me this 26<sup>th</sup> day of May, 1998, by Michael J. Moore and Carolyn B. Moore, President and Secretary, respectively, of VANDERBILT BEACH MOTEL, INC., a Florida corporation, on behalf of the corporation. (They are personally known to me) or have produced \_\_\_\_\_ and \_\_\_\_\_ as identification, and they did not take an oath.

Carol M. Beuschel  
CAROL M. BEUSCHEL

NOTARY PUBLIC - STATE OF FLORIDA  
CAROL M. BEUSCHEL  
COMMISSION # CC645100  
EXPIRES 5/7/2001  
BONDED THRU ASA 1-888-NOTARY1

Notary Public, State of Florida  
Commission No. CC645100  
My Commission expires: 5/7/2001