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November 12, 1997

Post Office Express Mail
State of Florida
Division of Corporations
P.O.Box 6327
Tallahassee, Florida 32314

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

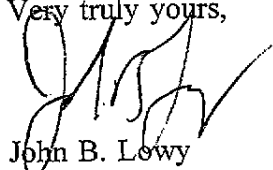
Re: Pillar Entertainment Group, Inc. ("PILA")

Dear Sir or Madam:

Kindly file the attached Amendment to the Articles of Incorporation of PILA as soon as possible. We have attached a check in the amount of \$35.00 in payment of the filing fee.

We look forward to receiving confirmation hereof in due course.

Very truly yours,


John B. Lowy

JBL:ah
PILA0008.117

Brad Berman gave Authorization
By phone to add date of adoption
And S.H. Consent. 11/24 *[initials]*

~~697-26366~~

N/c

VS NOV 24 1997

FILED
97 NOV 17 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
PILLAR ENTERTAINMENT GROUP, INC.

FILED
97 NOV 17 AM 9:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED, the President of PILLAR ENTERTAINMENT GROUP, INC., a Florida corporation, does hereby certify that:

FIRST: That the Board of Directors of said Corporation, by written consent filed with the minutes of the Board, adopted the following resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said Corporation:

" That Article FIRST of the Certificate of Incorporation be amended and, as amended, read as follows:

'FIRST: The name of the Corporation is "CHRYSLIS HOTELS AND RESORTS CORP.";

SECOND: That the aforesaid amendment was duly adopted by consent of the requisite majority of the shareholders of this Corporation in accordance with the applicable provisions of Section 607 of the Business Corporation Act of the State of Florida. The number of votes cast by the shareholders was sufficient for approval. The date of ad

THIRD: Prompt notice of the taking of this corporate action is being given to all stockholders who did not consent in writing, in accordance with Section 607 of the Business Corporation Act of the State of Florida.

The date adoption was October 31, 1997.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by Brent Nelson, its President and Secretary this 3rd day of November 1997.

PILLAR ENTERTAINMENT GROUP, INC.

By: _____

Brent Nelson, President

ATTEST: _____

By: _____

Brent Nelson, Secretary

[PIL10004.107]

STATE OF WASHINGTON

SS:

COUNTY OF KING

On this 3rd day of November 1997 before me the undersigned officer, personally appeared BRENT NELSON who, being first duly sworn by me, declared that he is the President of the PILLAR ENTERTAINMENT GROUP, INC., and that he being authorized to do so, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as such officer; and that the statements therein contained are true.

IN WITNESS WHEREOF I have hereunto set me hand and official seal.

(Notarial Seal)

Carol A. Barden
Notary Public
CAROL A. BARDEN