

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • (850) 242-8062 • Fax (850) 222-1122

A27087

Pride Resorts, Ltd.

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Please
file

1st



Signature _____

Requested by: SK

Name _____

Date 12/12/01

Time 12:38

Walk-In _____

Will Pick Up _____

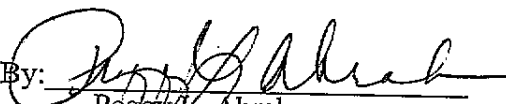
- FILED**
RECEIVED
01 DEC 12 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
- ____ Art of Inc. File
 - ____ LTD Partnership File
 - ____ Foreign Corp. File
 - ____ L.C. File
 - ____ Fictitious Name File
 - ____ Trade/Service Mark
 - ____ Merger File
 - ☒ Art. of Amend. File
 - ____ RA Resignation
 - ____ Dissolution / Withdrawal
 - ____ Annual Report / Reinstatement
 - ____ Cert. Copy
 - ☒ Photo Copy
 - ____ Certificate of Good Standing
 - ____ Certificate of Status
 - ____ Certificate of Fictitious Name **BK**
 - ____ Corp Record Search
 - ____ Officer Search
 - ____ Fictitious Search
 - ____ Fictitious Owner Search
 - ____ Vehicle Search
 - ____ Driving Record
 - ____ UCC 1 or 3 File
 - ____ UCC 11 Search
 - ____ UCC 11 Retrieval
 - ____ Courier

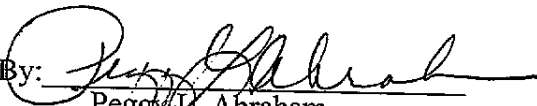
FIRST AMENDMENT OF CERTIFICATE OF
LIMITED PARTNERSHIP OF PRIDE RESORTS, LTD.

Pride Resorts, Ltd., a limited partnership existing under the laws of the State of Florida in accordance with Chapter 620, Florida Statutes, does hereby amend the certificate of limited partnership of Pride Resorts, Ltd., to restate the certificate of limited partnership to correctly reflect that the General Partner of Pride Resorts, Ltd., is and has been Resort Parks, Inc., a Florida corporation, and that Preferred Equity Investments, Inc., and Pride Resorts, Inc., ceased and terminated their status as the General Partners of Pride Resorts, Ltd. Exhibit A to the Certificate of Limited Partnership is hereby amended to add Resort Parks, Inc., as the sole General Partner of Pride Resorts, Ltd., and to delete Preferred Equity Investments, Inc., and Pride Resorts, Inc., as General Partners of Pride Resorts, Ltd.

In Witness Whereof, the undersigned has executed this First Amendment of Certificate of Limited Partnership of Pride Resorts, Ltd. on this 10th day of December, 2001.

Resort Parks, Inc.,
as General Partner of Pride Resorts, Ltd.

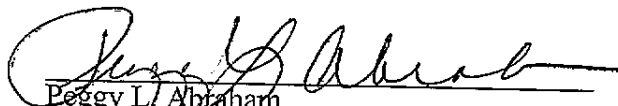
By: 
Peggy L. Abraham
As its president

By: 
Peggy L. Abraham
As its secretary


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF LAKE

BEFORE ME, the undersigned authority personally appeared Peggy L. Abraham, who ☒ is personally known to me or ☐ produced the following for identification: _____ and who, being by me duly sworn, deposes and says that, in accordance with Fla. Stat. § 620.109, she executed and attested the foregoing first amendment to certificate of limited partnership for Pride Resorts, Ltd., as president and secretary of Resort Parks, Inc., the General Partner of Pride Resorts, Ltd., on this 10th day of December, 2001.


Peggy L. Abraham

Sworn to and subscribed before me on this 10th day of December, 2001.


Notary Public
My commission expires:

NOTARY PUBLIC - STATE OF FLORIDA
GLORIA J. HALL
COMMISSION # CC775472
EXPIRES 9/15/2002
BONDED THRU ASA 1-888-NOTARY1