



A97000002516

THE MILLENNIUM VACATION GROUP, LTD.

"A good name is to be cherished above great riches"

July 4, 2000

500003316035--4
-07/07/00--01039--001
*****52.50 *****52.50

Florida Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

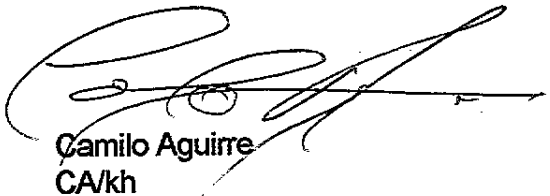
To Whom It May Concern:

Enclosed please find a Certificate of Amendment to Certificate of Limited Partnership of Bethel Beach Club Partners, Ltd. Also enclosed is a check for the amount of \$52.50 for the filing fee.

Please contact Mr. Camilo Aguirre at 305-913-1174 for any questions you may have. The mailing address for the acknowledgement should be sent to:

Mr. Camilo Aguirre
8801 Collins Avenue
Surfside, FL 33154

Sincerely,


Camilo Aguirre
CA/kh

enclosures

FILED
00 JUL 10 AM 12:35
SEC. OF STATE
TALLAHASSEE, FLORIDA

mtu
7/12

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

BETHEL BEACH CLUB PARTNERS, LTD

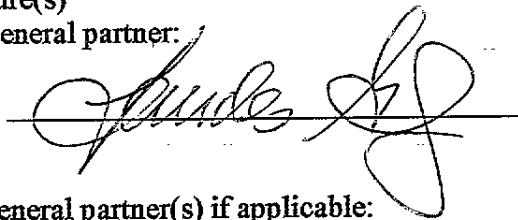
Pursuant to the provisions of section 620.109, Florida statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of state on November 19, 1997, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amdendment(s):

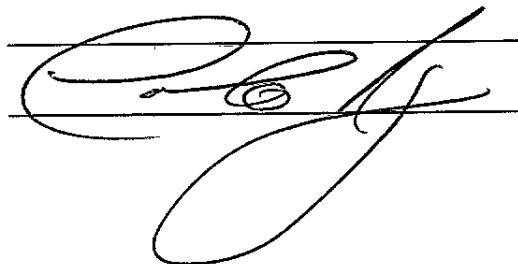
**Article VIII Change name of the General Partner from:
Millennium Vacation Group, Inc. TO
Millennium Vacation Group, Ltd.**

SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signature(s)
Signature of current general partner:



Signature(s) of new general partner(s) if applicable:



A97-2516

FILED
JUL 10 1998
TALLAHASSEE, FLORIDA
A97-2516