

#07000001415

(Requestor's Name)

(Address)

(Address)

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CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 143997 7276615

AUTHORIZATION :

COST LIMIT : \$ 43.75

ORDER DATE : May 16, 2016

ORDER TIME : 10:01 AM

ORDER NO. : 143997-005

FOREIGN FILINGS

NAME: STARWOOD RESIDENCE CLUB
SALES, INC.

XX CORPORATE

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Melissa Zender -- EXT# 62956

EXAMINER: _____

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F07000001415

(Document number of corporation (if known))

1. STARWOOD RESIDENCE CLUB SALES, INC.

(Name of corporation as it appears on the records of the Department of State)

2. Arizona

(Incorporated under laws of)

3. March 13, 2007

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? April 30, 2016 @ 11:59:00 ET

5. SCOTTSDALE RESIDENCE CLUB SALES, INC.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

N/A

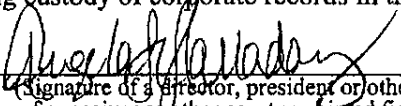
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Angela K. Halladay

(Typed or printed name of person signing)

Vice President, Secretary

(Title of person signing)

STATE OF ARIZONA



Office of the CORPORATION COMMISSION

The Executive Director of the Arizona Corporation Commission does hereby certify that the attached copy of the following document:

ARTICLES OF AMENDMENT, 04/21/2016

consisting of 3 pages, is a true and complete copy of the original of said document on file with this office for:

SCOTTSDALE RESIDENCE CLUB SALES, INC.

ACC file number: -1322683-3

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this date:
April 29, 2016.



Jodi A. Jerich
Jodi A. Jerich, Executive Director

By: *Leticia Alonzo*
Leticia Alonzo

ARIZONA CORP. COMMISSION
FILED

AZ Corp. Commission



05475284

APR 21 2016

Clear Form

FILE NO.

13226833

Print Form

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

**ARTICLES OF AMENDMENT
FOR-PROFIT CORPORATION**
Read the Instructions C014I

1. **ENTITY NAME** – give the exact name of the corporation as currently shown in A.C.C. records:
STARWOOD RESIDENCE CLUB SALES, INC.

2. **A.C.C. FILE NUMBER:** 13226833
Find the A.C.C. file number on the upper corner of filed documents OR on our website at: <http://www.azcc.gov/Divisions/Corporations>

3. Date on which the attached amendment was adopted: April 21, 2016

4. Does the amendment provide for an exchange, reclassification or cancellation of **issued** shares?
☐ Yes – go to number 4.1 and continue. ☒ No – go to number 5 and continue.

- 4.1 If your answer to number 4 was "yes," does the amendment contain provisions for implementing the exchange, reclassification or cancellation of issued shares?
☐ Yes – go to number 5 and continue. ☐ No – go to number 4.2 and continue.

- 4.2 If your answer to number 4.1 was "no," you must provide a statement of the provisions for implementing the exchange, reclassification or cancellation of issued shares – attach a separate sheet with the statement.

5. Check one box concerning approval of the amendment and follow Instructions (review the Instructions C014I for information about voting groups):
- ☐ Approved by incorporators or board of directors without shareholder action, and shareholder approval was not required or no shares have been issued– go to number 6.
 - ☒ Approved by shareholders but not voting groups – complete numbers 5.1 and 5.2.
 - ☐ Approved by shareholders *and* voting groups – complete numbers 5.1, 5.2, and 5.3.
 - ☐ Approved by voting group(s) only – complete numbers 5.1 and 5.3.

- 5.1 **Shares** – list below each class and/or series of shares and the total number of outstanding shares for each class or series (example: common stock, 100 shares). If more space is needed, check this box ☐ and complete and attach the **Shares Issued Attachment form C097**.

Class: Common Stock	Series: N/A	Total: 100 shares
Class:	Series:	Total:
Class:	Series:	Total:
Class:	Series:	Total:
Class:	Series:	Total:

5.2 Shareholder approval (all blanks must be filled in):

Total votes entitled to be cast	Votes in favor that were sufficient for approval of amendments	Votes against amendments
100	100	0

5.3 Voting Groups – complete each blank below for each voting group. Review the Instructions C0141 for information about voting groups. If more space is needed, check this box ☐ and complete and attach the Voting Attachment form C089.

Voting Group (class / series)	Total votes in voting group	Indisputable votes at meeting	Votes in favor that were sufficient for approval of amendments	Votes against amendments

6. A copy of the corporation's amendment must be attached to these Articles.

SIGNATURE: By checking the box marked "I accept" below, I acknowledge *under penalty of perjury* that this document together with any attachments is submitted in compliance with Arizona law.

 ☒ **I ACCEPT**
 Angela K Halladay, VP & Secretary 04/21/2016
Signature Printed Name Date

REQUIRED – check only one:

<input type="checkbox"/> I am the Chairman of the Board of Directors of the corporation filing this document.	<input checked="" type="checkbox"/> I am a duly-authorized Officer of the corporation filing this document.	<input type="checkbox"/> I am a duly authorized bankruptcy trustee, receiver, or other court-appointed fiduciary for the corporation filing this document.
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Filing Fee: \$25.00 (regular processing) Expedited processing – add \$35.00 to filing fee. All fees are nonrefundable – see Instructions.	Mail: Arizona Corporation Commission – Corporate Filings Section 1300 W. Washington St., Phoenix, Arizona 85007 Fax: 602-542-4100
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Please be advised that A.C.C. forms reflect only the minimum provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.
 All documents filed with the Arizona Corporation Commission are public record and are open for public inspection.
 If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
STARWOOD RESIDENCE CLUB SALES, INC.**

Pursuant to Arizona Revised Statutes, the undersigned Arizona corporation ("Corporation") hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. Adoption and Text of Amendment

The sole shareholder of the Corporation unanimously approved a resolution amending Article I of the Articles of Incorporation by written consent dated April 21, 2016 and the number of votes cast for the amendment to the Articles of Incorporation was sufficient for approval of said amendment. The following is a true and correct copy of the Resolution amending Article I of the Articles of Incorporation:

"RESOLVED, that Article I of the Articles of Incorporation of the Corporation is hereby amended in its entirety and shall hereafter read as follows:

**Article I
Name**

The name of the Corporation is Scottsdale Residence Club Sales, Inc."

2. Effective Date of Amendment

The amendment to the Articles of Incorporation of the Corporation set forth herein will be effective on April 30, 2016 at 11:59:00 p.m. ET.

DATED this 21st day of April, 2016.

STARWOOD RESIDENCE CLUB SALES, INC.

By 
Angela K. Halladay, VP & Secretary