Florida Department of State

Division of Corporations **Electronic Filing Cover Sheet**

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To:

Division of Corporations

: (850)617-6380 Fax Number

From:

AWY J. PATTERSON

Account Name : CNL FINANCIAL GROUP, INC.

Account Number: 113615003626 Phone : (407)650-1000

Fax Number : (407)540-2699

**Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please. **

Email Address

amy.patterson@cnl.com

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CNL INCOME SKI TRS CORP.

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Electronic Filing Menu

Corporate Filing Menu

PROFIT CORPORATION APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

APPLICATION FOR AUTHORIZATION)N TO TRANSAÇ	T BUSINESS IN FLORIDA	
(Pursuant to	s. 607.1504, F.S.)	.	
SECTION I (1-3 MUST BE COMPLETED) F07000003980 (Document number of corporation (if known) CNL Income Ski TRS Corp. (Name of corporation as it appears on the records of the Department of State)			
D.			
2. Delaware (Incorporated under laws of)	3	8/7/2007 norized to do business in Florida)	
(incorporated under laws of)	(एकांट श्रेगा	nonzed to do business in Plonda.)	
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? Februar	y 1, 2012		
5. CLP S	ski TRS Corp.		
(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.			
- (Ne	w duration)		
7. If the amendment changes the jurisdiction of incorpo	oration, indicate new ju	urisdiction.	
(New	jurisdiction)		
8. Attached is a certificate or document of similar imposes 90 days prior to delivery of the application to the De having custody of corporate records in the jurisdiction of a director, president or other officer - if in of a receiver or other court appointed fiduciary, by that	the hands	endment, authenticated not more than he Secretary of State or other official hich it is incorporated.	
Amy J. Patterson		sistant Secretary	
(Typed or printed name of person signing)	——(Ti	tic of person signing)	

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Delaware

PAGE 7

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CNL INCOME SKI TRS CORP.", CHANGING ITS NAME FROM "CNL INCOME SKI TRS CORP." TO "CLP SKI TRS CORP.", FILED IN THIS OFFICE ON THE FIRST DAY OF FEBRUARY, A.D. 2012, AT 11:47 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE RENT COUNTY RECORDER OF DEEDS.

4389196 8100

120109885

You may verify this certificate online at corp.dolaware.gov/authvor.shtml

AUTHENTICATION: 9339111

DATE: 02-02-12

CSS ADMIN

05/01/12 16:59 FAX 4076501543

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State of Delaware Secretary of State Division of Corporations Delivered 11:50 RM 02/01/2012 FILED 11:47 AM 02/01/2012 SRV 120109885 - 4389196 FILE

CERTIFICATE OF AMENDMENT

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CERTIFICATE OF INCORPORATION

OF

CNL INCOME SKI TRS CORP.

- 1. The name of the corporation is CNL INCOME SKI TRS CORP. (the "Corporation").
- 2. Article FIRST of the Certificate of Incorporation of the Corporation, filed on 7/16/2007, in the Office of the Secretary of State of the State of Delaware, shall be amended as follows:

"FIRST: The name of the corporation is CLP Ski TRS Corp. (the "Corporation")."

IN WITNESS WHEREOF, the undersigned Assistant Secretary of the Corporation has executed this Certificate of Amendment to Certificate of Incorporation this 31st day of January, 2012.

By: (S/ AMY J. PATTERSON

Name: Amy J. Patterson Title: Assistant Secretary