

F73032

CT CORPORATION SYSTEM

906 Olive Street
St Louis, MO 63101
Tel. 314 231 8380
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March 28, 1997
VIA UPS OVERNIGHT

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-03/31/97--01082--001
*****35.00 *****35.00

Re: SANDESTIN BEACH HOTEL, INC. (Florida Domestic)
SANDESTIN HILTON, LTD. (Florida Domestic)
Order #:824307

Dear Sir/Madam:

We enclose for filing on behalf of the above named corporation and limited partnership the documents identified below on an expedited basis:

**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
AND CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED
PARTNERSHIP**

Checks in payment of the required fees are attached. Please forward the usual evidence of filing to this office by UPS using the pre-addressed label enclosed.

Should you need any further, please contact the undersigned at our toll free number 1-800-325-2671.

Very truly yours,

Patricia A. Boverie

Patricia A. Boverie
Customer Specialist

PAB

Enclosure(s)

SH 4/3
NC

FILED
97 MAR 31 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Patricia A. Boverie GAVE

AUTHORIZATION BY PHONE TO
insert

CORRECT
DATE

4/2/97

DOE, F...

is not required
and put directly
after President
on signature

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
SANDESTIN BEACH HOTEL, INC.**

**FILED
97 MAR 31 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is "Sandestin Beach Hotel, Inc."
2. The text of the amendment adopted is as follows:

The name of the corporation is hereby amended to be "Sandestin Resort Hotel, Inc."

3. The amendment was duly adopted by unanimous written consent of the Board of Directors dated Feb. 28, 1997. Shareholder approval was not required.
4. The amendment shall be effective when these Articles of Amendment are filed by the Florida Secretary of State.

Dated Feb. 28, 1997.

SANDESTIN BEACH HOTEL, INC.

By: _____

President/Director