

H62220

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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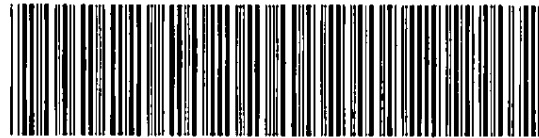
(Business Entity Name)

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2017 AUG -9 PM 4:42
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SECRETARY OF STATE
DIVISION OF REVENUE

2017 AUG -9 PM 4:23

AUG 1 2017

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

ACCOUNT NO. : I20000000195

REFERENCE : 760755 7173470

AUTHORIZATION

COST LIMIT : \$35.00

2017 AUG -9 PM 4:42
DIVISION OF REVENUE
STATE OF FLORIDA

ORDER DATE : August 9, 2017

ORDER TIME : 3:24 PM

ORDER NO. : 760755-005

CUSTOMER NO: 7173470

DOMESTIC AMENDMENT FILING

NAME: MARRIOTT RESORTS TITLE
COMPANY, INC.

EFFECTIVE DATE:

XXX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Roxanne Turner -- EXT# 62969

EXAMINER'S INITIALS: _____

**JOINT UNANIMOUS WRITTEN CONSENT
OF THE
SOLE SHAREHOLDER AND DIRECTORS
OF
MARRIOTT RESORTS TITLE COMPANY, INC.**

2017 AUG -9 PM 4:19
MARSHALL COUNTY
CLERK OF COURT

The undersigned, being the sole Shareholder (the "Shareholder") and Directors (the "Directors") of Marriott Resorts Title Company, Inc., a Florida corporation (the "Corporation"), pursuant to provisions of the Florida Business Corporation Act (the "Act") and the Amended Bylaws of the Corporation (the "Bylaws"), do hereby agree and consent that when the undersigned have executed this consent or an exact counterpart hereof, each of which counterpart when taken together shall constitute but one and only one consent, the resolutions set forth below shall be deemed to have been adopted to the same extent and to have the same force and effect as if adopted at a formal meeting of the Shareholders and Directors of the Corporation duly called and held for the purpose of acting upon proposals to adopt such resolutions and approve the same effective as of August 4, 2017. The undersigned hereby waives any notice requirement under applicable law.

1. Approval of Articles of Amendment to Articles of Incorporation

WHEREAS, the Directors have determined that it is in the best interests of the Corporation and its Shareholder to amend the Third Article purpose clause of the Articles of Incorporation (the "Articles of Amendment"), substantially in the form attached hereto as Exhibit A, and has presented the Articles of Amendment to the Shareholder of the Corporation for approval; and

WHEREAS, the undersigned Shareholder of the Corporation believes that it is in the best interests of the Corporation to approve the Articles of Amendment and the execution and filing of the Articles of Amendment with the Florida Secretary of State (the "Secretary of State").

NOW, THEREFORE, BE IT:

RESOLVED, that the Articles of Amendment, substantially in the form attached hereto as Exhibit "A", are hereby approved and adopted, to be effective immediately upon the filing with the Secretary of State; and it is

FURTHER RESOLVED, that the appropriate officers of the Corporation be, and each of them hereby is, authorized and directed, in the name and on behalf of the Corporation, to execute and file the Articles of Amendment with the Secretary of State.

2. **General Ratification**

FURTHER RESOLVED, that all actions heretofore taken by the Directors, officers and agents of the Corporation in connection with the subject of the foregoing resolutions and recitals be, and they hereby are, approved, ratified and confirmed in all respects as the acts and deeds of the Corporation; and it is

FURTHER RESOLVED, that in addition to and without limiting the foregoing, the appropriate officers of the Corporation be, and each of them hereby is, authorized to take, or cause to be taken, such further action, and to execute and deliver, or cause to be delivered, for and in the name and on behalf of the Corporation, all such instruments and documents as such person may deem necessary or appropriate in order to effect the purpose and intent of the foregoing resolutions (as conclusively evidenced by the taking of such action or the execution and delivery of such instruments, as the case may be, by or under the direction of the appropriate officers of the Corporation) and all actions heretofore taken by the officers and agents of the Corporation in connection with the subject of the foregoing recitals and resolutions be, and they hereby are, approved, ratified and confirmed in all respects as the acts and deeds of the Corporation; and it is

FURTHER RESOLVED, that the undersigned hereby directs that a copy of this written consent be filed with the minutes of the proceedings of the shareholders of the Corporation.

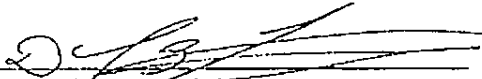
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Signatures on Following Page]

IN WITNESS WHEREOF, the undersigned Shareholder and Director[s] have executed this Joint Unanimous Written Consent for the purpose of giving consent thereto effective as of the date first written above.

SHAREHOLDER:

MARRIOTT OWNERSHIP RESORTS, INC.

By: 
Name: Daniel B. Zanimi
Title: Vice-President

DIRECTOR:


JAMES H HUNTER, IV

DIRECTOR:


JOHN E. GELLER, JR.

DIRECTOR:



STEPHEN P. WEISZ

Exhibit A

Form of Articles of Amendment of Incorporation

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF

MARRIOTT RESORTS TITLE COMPANY, INC.

1. The name of the Corporation is Marriott Resorts Title Company, Inc. (the "Corporation").

2. The initial Articles of Incorporation (the "Articles of Incorporation") of the Corporation were filed with the Florida Secretary of State on June 17, 1985 under Document Number H62220.

3. These Articles of Amendment have been duly adopted and approved by the Sole Shareholder and Directors of the Corporation by written consent dated August 4, 2017, in accordance with the applicable provisions of the Florida Business Corporation Act. The number of votes cast for the amendment by the shareholder was sufficient for approval.

4. Article Third of the Corporation's Articles of Incorporation is hereby amended its entirety as follows:

THIRD: The purpose for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on August 4, 2017.

MARRIOTT RESORTS TITLE COMPANY,
INC.

By: 

Name: Daniel B. Zanini

Title: Vice-President