



LD00000005815

ACCOUNT NO. : 072100000032

REFERENCE : 172214 7138101

AUTHORIZATION

COST LIMIT : \$ 25.00

Patricia Pizute

ORDER DATE : January 31, 2002

ORDER TIME : 10:27 AM

ORDER NO. : 172214-350

CUSTOMER NO: 7138101

CUSTOMER: Ms. Lorna Kern
Wyndham International
Suite 6001
1950 Stemmons Frwy
Dallas, TX 75207

RECEIVED
02 FEB - 1 AM 11: 27
DIVISION OF CORPORATION

CHANGE OF AGENT

200004853292--1.

NAME: RIVERWALK HOTELS, LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Ta-tanisha Adams -- EXT# 1131

EXAMINER:

DB
2-1-02

02 FEB - 1 PM 12: 52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR
BOTH FOR LIMITED LIABILITY COMPANY**

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the limited liability company is: RIVERWALK HOTELS, LLC
2. The mailing address of the limited liability company is : 100 S.E. 2ND ST, 27TH FLOOR
MIMAMI, FL 33131
- 5/22/2000 L00000005815
3. Date of filing/registration in Florida 4. Document number
5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

STEVEN J. PARDO
Name
C/O ZARCO & PARDO, P.A.
Address
MIAMI, FL 33131
City, State and Zip

6. The name and address of the new registered agent and/or office:

Corporation Service Company
Name
1201 Hays Street
Florida street address (P.O. Box NOT acceptable)
Tallahassee FL 32301
City, State and Zip

If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.

By Marina Rosignoli, LP
As Secretary
By Patriot American Hospitality Partnership, LP
By PAH GP, INC.
(Signature of a member or authorized representative of a member)

Sign (Printed or typed name of signee)

Mark M. Chloupek
I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

Bobbie Hall
(Signature of Registered Agent) BOBBIE HALL, ASST. VICE PRESIDENT

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

APPROVED
AND
FILED
02 FEB - 1 PM 12:52
TALLAHASSEE, FLORIDA
SECRETARY OF STATE