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TRENAM KEMKER

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Florida Department of State
Division of Corporations
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LIMITED LIABILITY AMENDMENT

CANCUN GOLF PARTNERS, LLC

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**AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF
CANCUN GOLF PARTNERS, LLC**

The undersigned authorized representative hereby executes these Amended and Restated Articles of Organization of Cancun Golf Partners, LLC and states as follows:

1. The name of the limited liability company is Cancun Golf Partners, LLC (the "LLC"). The initial Articles of Organization of the LLC were filed with the Department of State of the State of Florida on February 14, 2002. The amendment to such Article of Organization contained in this document is a revised Article IV, dealing with Management, which as amended is now to read as set forth below.

2. As amended, the Articles of Organization of the LLC shall be as follows:

ARTICLE I

Name

The name of this limited liability company (the "Company") shall be:
CANCUN GOLF PARTNERS, LLC

ARTICLE II

Mailing Address and Street Address of Principal Office

The mailing address and the street address of the principal office of the Company shall be:
2910 West Bay to Bay Boulevard
Tampa, Florida 33629

ARTICLE III

Registered Office and Registered Agent

The initial registered office of the Company shall be located at 101 East Kennedy Boulevard, Suite 2700, Tampa, Florida 33601 and the initial registered agent of the Company at such office shall be Albert C. O'Neill, Jr. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE IV

Management

The Company shall be managed by a Manager, who may be one of the members of the Company. The initial Manager shall be either Michael Henry Frost and/or Buena Vista Hospitality

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Group, Inc., a Florida corporation, which corporation shall be authorized to act on behalf or the Company by the single signature of its Chief Executive Officer, its President or any other authorized officer or person.

ARTICLE V
Amendment of Articles of Organization

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned, pursuant to Section 608.411, Florida Statutes, has executed these Amended and Restated Articles for the uses and purposes herein stated.



Albert C. O'Neill, Jr., Authorized Representative

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