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**ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF
VACATION INN RESORT REALTY OF THE PALM BEACHES, LLC**

The Articles of Organization for this Limited Liability Company were filed on October 9, 2008, and assigned Florida document number L08000095847.

This amendment is submitted to amend the following:

- 1. The following individual is removed as a Manager:


ROBERT LONDON
 6500 N. Military Trail
 West Palm Beach, FL 33407

- 2. The following individuals are added as Managers:

RICHARD E. DOLAN
 6500 N. Military Trail
 West Palm Beach, FL 33407

SHARON I. EVERHART
 6500 N. Military Trail
 West Palm Beach, FL 33407

Signature of a member or authorized representative of a member:



J. Richard Harris
 Typed or printed name of signee

Dated: December 1, 2008

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 FILED
 SECRETARY OF STATE
 PALM BEACHES, FLORIDA

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