CORPORATE ACCESS,

1116-D Thomasville Road. Mount Vernon Square. Tallahassee, Florida 32303

INC.

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666. Fax (850) 222-1666

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FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

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FIRST AMENDMENT TO ARTICLES OF INCORPORATION OF

KGFL Park Hotel Corp. to be hereafter known as Venice Pines GP, Inc.

WHEREAS, the Articles of Incorporation of KGFL Park Hotel Corp. were filed with and approved by the Secretary of State of the State of Florida on the 5th day of April, 1990 effective April 3, 1990; and

WHEREAS, it is the intention of the sole director and sole stockholder of KGFL Park Hotel Corp. that the Articles of Incorporation of KGFL Park Hotel Corp. be amended effective July 15, 1998, in accordance with the proposed amendment hereinafter set forth; and

WHEREAS, the proposed amendment to the Articles of Incorporation of KGFL Park Hotel Corp. hereinafter set forth was approved by the sole director and the sole stockholder of KGFL Park Hotel Corp. pursuant to the provisions of Florida Statutes; and

WHEREAS, the approval of the Secretary of State of the State of Florida of the proposed amendment hereinafter set forth is hereby requested.

NOW, THEREFORE, the Articles of Incorporation of KGFL Park Hotel Corp. are hereby amended effective July 15, 1998, by deleting in its entirety the present Article I and by substituting therefor the following, to-wit:

"The name of this corporation shall be: Venice Pines GP, Inc."

IN WITNESS WHEREOF, this Amendment to Articles of Incorporation is hereby executed on behalf of KGFL Park Hotel Corp. by its President and Secretary this 14th day of July, 1998.

KGFL Park Hotel Corp

By:

J. Bob-Humphries, F

By:

rank L. Stanonis, Secretary

JBH/jackie/docs/0026

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STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 14th day of July, 1998, by J. Bob Humphries and Frank L. Stanonis, President and Secretary, respectively, of KGFL Park Hotel Corp., a Florida corporation, on behalf of the corporation.

______ who are personally known to me; or

(Signature of person taking acknowledgement)

SEAL:

Susan E Johnson-Velez

My Commission CC632497

Expires March 24, 2001

(Name typed, printed or stamped)

Notary Public

(Notary Public) or (Military Officer's Rank)