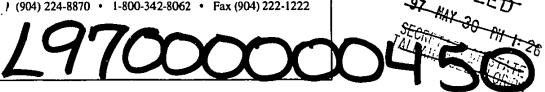
CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 1 (904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222



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CERTIFICATE OF AMENDMENT TO ARTICLES OF ORGANIZATION OF RESORT MANAGEMENT SERVICES-CRYSTAL BEACH, L.C.

Pursuant to the provisions of Section 608.411, Florida Statutes, this Limited Liability Company adopts the following amendment to its Articles of Organization:

- 1. The name of the limited liability company is Resort Management Services-Crystal Beach, L.C.
- 2. The date of filing of the Articles of Organization was April 25, 1997.
- 3. The Articles of Organization are hereby amended as follows:

Article III, Members, Membership Interest and Capital Contributions of the Articles of Organization is deleted in its entirety, and amended as follows:

ARTICLE III

MEMBERS, MEMBERSHIP INTERESTS AND CAPITAL CONTRIBUTIONS

The members, membership interest and capital contributions shall be, as follows:

Member Membership Interests Capital Contributions

Resort Management
Services-Emerald Coast, Inc.

99

\$399.

Jamie V. Forbes, III

1

1.

Additional contributions may be made as required, as determined by a fifty-one percent (51%) vote of membership interests.

- 4. The amendment was approved by unanimous vote of the members.
- 5. The remaining provisions of the original Articles of Organization of Resort Management Services-Crystal Beach L.C. shall remain in full force and effect.

Signed this 2 day of May, 1997.

RESORT MANAGEMENT SERVICE EMERALD

COAST, INC.

Jamie V. Forbes, III

(Original Member)

STATE OF FLORIDA COUNTY OF OKALOOSA

__ day of

Before me, the undersigned authority, personally appeared Jamie V. Forbes, III, individually, as President of Resort Management Services-Emerald Coast, Inc. who is known to me or produced as identification and who, being first duly sworn, states that he executed the foregoing instrument voluntarily and for the purposes therein stated this

Notary

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Print Name

f:\client\ecvr\amend

Notary Public - State of Florida My Commission Expires Apr 5, 2001 Commission & CC635987