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Florida Department of State
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Account Name : GREENSPOON MARDER HIRSCHFELD RAKKIN ROSS & BERGER, P.
Account Number : 076064003722
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Fax Number : (954) 771-9264

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LIMITED LIABILITY AMENDMENT

IMPERIAL MAJESTY CRUISE LINE L.L.C.

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NO. 645 P. 2/2 p. 2

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ADDITION NO. H010001148286

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
IMPERIAL MAJESTY CRUISE LINE, L.L.C.

01 NOV 15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

First: The date of filing of the Articles of Organization was December 4, 1998.

Second: The following Amendment to the Articles of Organization was adopted by the limited liability company:

Article V - Management is hereby amended to read as follows:

"The Limited Liability Company is to be managed by a manager and the name and address of the manager who is to serve as manager is:

Arthur Pollack, 2950 Gateway Drive, Pompano Beach, Florida 33069."

Dated November 15, 2001.

PLAZA RESORTS CRUISE LINE,
INC./MAJORITY MEMBER

By: 
Daniel Lambert,
Authorized Officer

ADDITION NO. H010001148286