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October 25, 2000

**By Federal Express**

Florida Department of State  
Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

100003441081--0  
-10/26/00--01103--001  
\*\*\*\*\*25.00 \*\*\*\*\*25.00

Re: ***Expedited Filing of Articles of Name Change Amendment from  
Honours-World Golf Village, LLC to Honours Golf-WGV, LLC***

To Whom It May Concern:

On behalf of our client, we applied for a certificate of authorization for Honours-World Golf Village, LLC, a Georgia limited liability company, to transact business in Florida on October 5, 2000. A certified copy of the organization documents and the Certificate of Authorization was issued by your office on October 5, 2000. Now, on behalf of our client, we are applying for certificate of authorization for a name change amendment. Enclosed please find the following documents in connection with our application:

1. A copy of Articles of Name Change Amendment;
2. An Original Certificate of Existence issued from the State of Georgia; and
3. A check in the amount of \$25.00 for filing fees.

Please file this document and issue us a certified copy of the name change documents and a new Certificate of Authorization on an **expedited basis**. Please send these documents to my attention in the self-addressed Federal Express envelope as soon as possible. We will pay for the cost of the overnight courier. Our client is to purchase this property on Wednesday, November 1, 2000 so your immediate attention to this matter is much appreciated. Please call me as soon as possible should any problems arise. Thank you.

Very truly yours,

*Alexandra F.W. Rason*

Alexandra F. W. Rason  
Legal Assistant

mtu  
10/31

/afr

Enclosure

cc: H. Edward Hales, Jr.  
Howard P. Slomka

AO 344560.1

**Articles of Amendment  
of  
HONOURS-WORLD GOLF VILLAGE, LLC**

WHEREAS, the undersigned, filed Articles of Organization of HONOURS-WORLD GOLF VILLAGE, LLC (the "Limited Liability Company") which were filed with the Secretary of State of Georgia on or about September 25, 2000; and

WHEREAS, the undersigned desires to change the name of the Limited Liability Company to Honours Golf-WGV, LLC;

NOW THEREFORE, the undersigned hereby amend the Articles of Organization as follows:

**Article 1.**

The new name of the limited liability company is HONOURS GOLF-WGV, LLC.

[SIGNATURES BEGIN ON THE FOLLOWING PAGE]

**FILED**  
**00 OCT 26 PM 10:01**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

IN WITNESS WHEREOF, the undersigned has executed these  
Articles of Amendment on this 25<sup>th</sup> day of October, 2000.

**MEMBERS:**

**RLS GOLF PROPERTIES, LLC**, a Georgia  
limited liability company

By: \_\_\_\_\_

Robert L. Shults, Jr.

Managing Member

**JULIAN PROPERTIES, LP**, a Georgia limited  
partnership

By: Julian Management, Inc., a  
Georgia limited partnership, by its  
General Partner

By: Julian Management, Inc.  
a Georgia corporation

By: \_\_\_\_\_

Robert E. Julian

President

[CORPORATE SEAL]

**BARRETT GOLF DEVELOPMENT  
COMPANY, LLC**, a Georgia limited liability  
company

By: \_\_\_\_\_

Robert B. Barrett

Title: \_\_\_\_\_

IN WITNESS WHEREOF, the undersigned has executed these  
Articles of Amendment on this 26 day of October, 2000.

**MEMBERS:**

**RLS GOLF PROPERTIES, LLC**, a Georgia  
limited liability company

By: \_\_\_\_\_  
Robert L. Shults, Jr.  
Managing Member

**JULIAN PROPERTIES, LP**, a Georgia limited  
partnership

By: Julian Management, Inc., a  
Georgia limited partnership, by its  
General Partner

By: Julian Management, Inc.,  
a Georgia corporation

By: \_\_\_\_\_  
Robert E. Julian  
President  
[CORPORATE SEAL]  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
OCT 26 PM 10:01  
FILED

**BARRETT GOLF DEVELOPMENT  
COMPANY, LLC**, a Georgia limited liability  
company

By: \_\_\_\_\_  
Robert B. Barrett  
Title: \_\_\_\_\_

IN WITNESS WHEREOF, the undersigned has executed these  
Articles of Amendment on this 26 day of October, 2000.

**MEMBERS:**

**RLS GOLF PROPERTIES, LLC**, a Georgia  
limited liability company

By: \_\_\_\_\_  
Robert L. Shults, Jr.  
Managing Member

**JULIAN PROPERTIES, LP**, a Georgia limited  
partnership

By: Julian Management, Inc., a  
Georgia limited partnership, by its  
General Partner

By: Julian Management, Inc.,  
a Georgia corporation

By: \_\_\_\_\_  
Robert E. Julian  
President

[CORPORATE SEAL]

**BARRETT GOLF DEVELOPMENT  
COMPANY, LLC**, a Georgia limited liability  
company

By: \_\_\_\_\_

Robert B. Barrett

Title: PRESIDENT

FILED  
00 OCT 26 PM 10:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Secretary of State**  
**Corporations Division**  
**315 West Tower**  
**#2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 002990683  
CONTROL NUMBER : 0042494  
DATE INC/AUTH/FILED: 09/25/2000  
JURISDICTION : GEORGIA  
PRINT DATE : 10/25/2000  
FORM NUMBER : 211

SUTHERLAND, ASBILL & BRENNAN  
ALEXANDRA F.W. RASON  
999 PEACHTREE STREET, STE. 2300  
ATLANTA, GA 30309

**CERTIFICATE OF EXISTENCE**

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**HONOURS GOLF-WGV, LLC**  
**A GEORGIA LIMITED LIABILITY COMPANY**

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Cathy Cox  
Secretary of State

**Secretary of State**  
**Corporations Division**  
**315 West Tower**  
**#2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 002990680  
CONTROL NUMBER: 0042494  
EFFECTIVE DATE: 10/25/2000  
REFERENCE : 0077  
PRINT DATE : 10/25/2000  
FORM NUMBER : 661

SUTHERLAND, ASBILL & BRENNAN  
ALEXANDRA F.W. RASON  
999 PEACHTREE STREET, STE. 2300  
ATLANTA, GA 30309

**CERTIFICATE OF NAME CHANGE AMENDMENT**

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**HONOURS-WORLD GOLF VILLAGE, LLC**  
**A GEORGIA LIMITED LIABILITY COMPANY**

has filed articles of amendment in the Office of the Secretary of State changing its name to

**HONOURS GOLF-WGV, LLC**

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.

FILED  
00 OCT 26 PM 10:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



Cathy Cox  
Secretary of State