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CORPDIRECT AGENTS, INC. (formerly CCRS) OTOCIONAL ON SINGLE ON SIN 515 EÄST PÄRK AVENUE TALLAHASSEE, FL 32301 222-1173 FILING COVER SHEET ACCT. #FCA-14 **CONTACT:** TRAY SPEAR DATE: 10-23-07 **REF. #:** 000173,76322 CORP. NAME: SUNTERRA GRAND BEACH II DEVELOPMENT, LLC () ARTICLES OF INCORPORATION (XX) ARTICLES OF AMENDMENT () ARTICLES OF DISSOLUTION () ANNUAL REPORT () TRADEMARK/SERVICE MARK () FICTITIOUS NAME () FOREIGN QUALIFICATION () LIMITED LIABILITY () LIMITED PARTNERSHIP () REINSTATEMENT () MERGER () WITHDRAWAL () CERTIFICATE OF CANCELLATION () OTHER: STATE FEES PREPAID WITH CHECK# 523377 FOR \$ 25.00 **AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:** COST LIMIT: \$____ PLEASE RETURN: () CERTIFIED COPY () CERTIFICATE OF GOOD STANDING (XX) PLAIN STAMPED COPY () CERTIFICATE OF STATUS

Examiner's Initials

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

SECTION I (1-3 must be completed) 1. Name of limited liability company as it appears on the records of the Florida Department of State: Sunterra Grand Beach II Development, LLC 2. Jurisdiction of its organization: Delaware 3. Date authorized to do business in Florida: 08/12/02 SECTION II (4-7 complete only the applicable changes) 4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? _10/17/2007 5. New name of the limited liability company: ___ Diamond Resorts Grand Beach II Development, LLC 6. If the amendment changes the period of duration, indicate new period of duration: 7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: 8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: 9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

Frederick C. Bauman

Typed or printed name of signee

Signature of a member or the authorize representative of a member

Filing Fee: \$25.00

Delaware

PAGE :

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "SUNTERRA GRAND BEACH II DEVELOPMENT, LLC", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "DIAMOND RESORTS GRAND BEACH II DEVELOPMENT, LLC", THE SEVENTEENTH DAY OF OCTOBER, A.D. 2007, AT 6:59 O'CLOCK P.M.

8320

071127745

Darriet Smile Hindson

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6088394

DATE: 10-19-07