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CORP. NAME:	SUNTERRA	BEACH GROUP, LLC	
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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 Beach Group, LLC
2.	Jurisdiction of its organization: Delaware
3.	Date authorized to do business in Florida: 07/28/06
	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:
ום	amond Resorts Beach Group, 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. Signature of a member or the authorized representative of a member

Frederick C. Bauman

Typed or printed name of signee

Filing Fee: \$25.00

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "SUNTERRA BEACH GROUP, LLC", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "DIAMOND RESORTS BEACH GROUP, LLC", THE SEVENTEENTH DAY OF OCTOBER, A.D. 2007, AT 7:13 O'CLOCK P.M.

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Variet Smile Hindson

Harriet Smith Windsor, Secretary of Sta

AUTHENTICATION: 6087890

DATE: 10-19-07