



WINDFALL  
VENTURES, LTD.

M53701

July 15, 2002

200006488972--6  
-07/18/02--01001--017  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

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

Re: Historic Hotel Holdings, Inc.

Ref. No. M53701

Dear Mr. Shivers,

As per our conversation of this date, I am enclosing a check in the amount of \$35.00 for the amendments to the corporation.

Thank you for your assistance.

Sincerely,

Edward DeNigris

FILED  
02 JUL 18 AM 11:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend nc  
T. Lewis 7/18/02*



WINDFALL  
VENTURES, LTD.

July 12, 2002

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

Re: Historic Hotel Holdings, Inc.

Letter No. 502A00042456

Attn: Mr. Justin M. Shivers

Dear Mr. Shivers,

Enclosed are the reinstatement papers which were returned to me to correct the check for the filing fee. As you can see, a corrected check has been attached..

If possible, it would be greatly appreciated if you could expedite this matter and return it to me via my Airborne account number. Account number is 214068153.

Thanking you in advance,

Edward DeNigris



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 8, 2002

HISTORIC HOTEL HOLDINGS, INC.  
1995 E OAKLAND PARK BLVD, SUITE 250  
FT LAUDERDALE, FL 33306

SUBJECT: HISTORIC HOTEL HOLDINGS, INC.  
Ref. Number: M53701

We have received your document for HISTORIC HOTEL HOLDINGS, INC. and check(s) totaling \$785.00. However, your check(s) and document are being returned for the following:

The total amount due to reinstate is \$1500.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6059.

Justin M Shivers  
Document Specialist

Letter Number: 502A00042456

**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
HISTORIC HOTEL HOLDINGS, INC.**

**FILED**  
02 JUL 18 AM 11:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the corporation is Historic Hotel Holdings, Inc.
2. ARTICLE I of the Articles of Incorporation of the corporation is hereby amended to read as follows:

The name of the corporation is hereby amended to  
Windfall Ventures of Nevis, Inc.

3. ARTICLE VI The principal place of business has been changed to  
1995 E. Oakland Park Blvd.  
Suite 250  
Fort Lauderdale, FL 33306.
4. ARTICLE VIII The name and address of the new Board of Directors are as follows:

Edward M. DeNigris	1995 E. Oakland Park Blvd.
President	Suite 250
Secretary	Fort Lauderdale, FL 33306
Treasurer	

Mr. DeNigris will act as the company's sole director and president, treasurer and secretary.

5. The foregoing amendments were approved by the shareholders pursuant to written consent given in accordance with the provisions of Section 607.0704 of the Florida Business Corporation Act. The number of shares consenting to the amendments was sufficient for approval. One voting group was entitled to vote on the amendments. The date of amendment adoption was July 1, 2002.

IN WITNESS WHEREOF, the undersigned President has executed these Articles of Amendment on the first day of July, 2002.

  
Edward M. DeNigris, President