

M65673

FRANK P. MURPHY, ATTORNEY, P.A.

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Florida Department of State
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, FL 32314

100005451161--2

-05/03/02--01087--019

*****35.00 *****35.00

Re: Articles of Amendment
Inn Resorts, Inc.

Gentlemen,

Enclosed please find the following to be recorded in the with the Florida Department of State:

- 1) Check in the amount of \$35.00; and
- 2) Articles of Amendment of Inn Resorts, Inc.

Should you have any questions, please do not hesitate to contact my paralegal Lisa Anne Tarvin.

Sincerely,



Frank P. Murphy, Esq.

FPM/lat
Enclosures:

- 1) Articles of Amendment of Inn Resorts, Inc.; and
- 2) check in the amount of \$35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 MAY -3 AM 10:08

Amendment
LFS
5-7-2002



MAY 23 2001

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 18, 2001

Frank P. Murphy, P.A.
9200 Bonita Beach Road, Suite 210
Bonita Springs, FL 34135

SUBJECT: INN RESORTS, INC.
Ref. Number: M65673

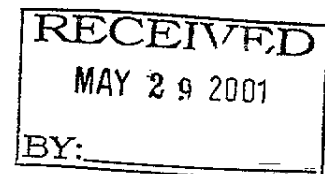
This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 501A00030532



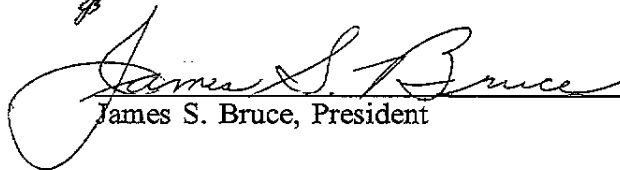
2002 MAY -3 AM 10: 08

ARTICLES OF AMENDMENT OF
INN RESORTS, INC.

Pursuant to Florida Statutes Section 607.1003, the Articles of Incorporation of the above-named Corporation are hereby amended as follows:

1. The name of the corporation is INN RESORTS, INC.
2. Article VI is hereby amended to reflect the transfer of all shares of stock owned by Lee R. Duxstad to James S. Bruce effective immediately.
3. Article III is hereby amended to reflect the maximum number of shares will go from 100 shares of common stock to 1,000,000 shares of common stock.
3. The foregoing amendment was adopted on JANUARY 18, 2001, by vote of the shareholders.
4. The number of votes cast for the amendment was sufficient for approval.

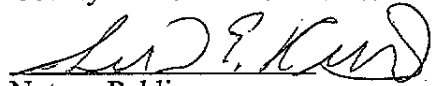
IN WITNESS THEREOF, I the undersigned, have executed these Articles of Amendment, this 22nd day of JANUARY, 2001.


James S. Bruce, President

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, an officer authorized in the State and County aforesaid to take acknowledgements, personally appeared James S. Bruce, to me known to me to be the persons described in or who produced _____ as identification and who executed the foregoing instrument, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 22 day of JANUARY, 2001.
JER


Notary Public
My Commission Expires:

