

M 9900000 1192



ACCOUNT NO. : 072100000032

REFERENCE : 714961 4329479

AUTHORIZATION :

Patricia Pignato

COST LIMIT : \$ 55.00

ORDER DATE : May 31, 2000

ORDER TIME : 2:08 PM

ORDER NO. : 714961-005

400003272984--8

CUSTOMER NO: 4329479

CUSTOMER: Barbara A. Egolf, Esq
Baker & Hostetler
200 South Orange Avenue
Suntrust Center Suite 2300
Orlando, FL 32802-0112

FOREIGN FILINGS

NAME: MEADOWBROOK PALMS, LLC

XX LIMITED LIABILITY COMPANY
XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
XX CERTIFIED COPY

~~**FILE-1ST**~~

CONTACT PERSON: Tamara Odom

FILED
00 MAY 31 AM 9:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

WC
6/1

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION 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: Meadowbrook Palms, LLC *M 99-1192*
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: August 2, 1999

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? March 22, 2000
5. New name of the limited liability company: Meadowbrook Trophy Club, LLC
6. If the amendment changes the period of duration, indicate new period of duration: N/A
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: N/A
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: N/A
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.

Tempus Palms International, Ltd., Managing Member

By: Tempus Marketing International, Inc., as General Partner

By: *[Signature]*

Printed Name: Roger Farwell, President

FILED
MAY 31 AM 9:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "MEADOWBROOK PALMS, LLC", CHANGING ITS NAME FROM "MEADOWBROOK PALMS, LLC" TO "MEADOWBROOK TROPHY CLUB, LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF MARCH, A.D. 2000, AT 9 O'CLOCK A.M.

FILED
00 MAY 31 AM 9:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

2949875 8100

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Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

05-26-00

DATE:

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 03/22/2000
001148720 - 2949875

**CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF FORMATION
OF
MEADOWBROOK PALMS, LLC**


It is hereby certified that:

1. The name of the limited liability company (hereinafter called the "limited liability company") is Meadowbrook Palms, LLC.
2. The Certificate of Formation of the limited liability company is hereby amended by striking out Article FIRST thereof and by substituting in lieu of said Article FIRST the following new Article FIRST as follows:

FIRST: The name of the limited liability company is

Meadowbrook Trophy Club, LLC

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to Certificate of Formation this 22nd day of March, 2000.


Rebecca Vicknair
Authorized Person

FILED
00 MAY 31 AM 9:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA