N980000002157

FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 7, 1998

TRACYLEE PIERCE, ACCOUNTING MANAGER FANTASY FEST P. O. BOX 230 KEY WEST, FL 33041 800002541988--0 -06/01/98--01005--009 *****87.50 ******87.50

SUBJECT: KEY WEST TOURIST DEVELOPMENT ASSOCIATION, INC. Ref. Number: N98000002157

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

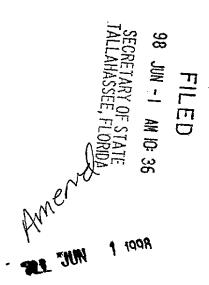
Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 598A00025355



ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment adopted: Article II – Principal Office is being amended to the following addresses:

Mailing Address:
Post Office Box 230
Key West, FL 33041-0230

Street Address: 1010 Kennedy Drive, 3rd Floor Key West, FL 33040

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SECOND: Amendment adopted: Article V – Registered Agent and Street is being amended to change the registered agent to:

Hugh Morgan, Esquire 317 Whitehead Street Key West, FL 33040

Attached to the Articles of Amendment is Mr. Hugh Morgan's acceptance of his appointment as Key West Tourist Development Association's registered agent.

THIRD: The date of adoption of the amendments was May 21, 1998.

FOURTH: The members adopted the amendments and the number of votes cast for the amendments was sufficient for approval.

Key West Tourist Development Association, Inc.

Signature of Board of Directors' President

Robert Lehman

President, Board of Directors

May 21, 1998

ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for Key West Tourist Development Association, Inc. at 317 Whitehead Street, Key West, Florida 33040, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Hugh J. Morgan, Esq.

Signature/Registered Agent

5/26/98

Date