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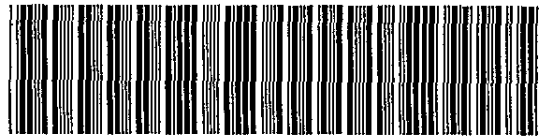
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December 16, 2004

Florida Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Rosen Golf Resort, Inc.  
Articles of Amendment

Ladies/Gentlemen:

Enclosed for filing are Articles of Amendment for the above-referenced corporation, together with this firm's check in the amount of \$35 for the filing fee. Also enclosed are copies of the Articles which we request be stamped and returned to us in the pre-addressed, stamped envelope provided.

Thank you for your assistance. Please do not hesitate to contact me if you have any questions.

Very truly yours,



Kevin K. Smith

KKS/w

Enclosures

cc: Mr. Frank Santos (w/ enclosure)

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
ROSEN GOLF RESORT, INC.**

Pursuant to Section 607.1006, Florida Statutes, the Articles of Incorporation of Rosen Golf Resort, Inc. are hereby amended as follows:

**FIRST:** Article I of the Articles of Incorporation is hereby amended by deleting the text of such provision in its entirety and substituting the following provision in lieu thereof:

**ARTICLE I - NAME**

The name of the Corporation is: **Rosen Golf, Inc.**

**SECOND:** The forgoing amendment was adopted by the holders of all the outstanding shares of common stock, being the sole voting group entitled to vote on the amendment, on December 6<sup>th</sup>, 2004 and the number of votes cast for the amendment was sufficient for approval by the holders of common stock.

**THIRD:** The effective date of these Articles of Amendment and of the name change of the Corporation shall be December 6<sup>th</sup>, 2004.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Amendment to be executed and attested to by its duly authorized officer as of this 6<sup>th</sup> day of December, 2004.

ROSEN GOLF RESORT, INC.,  
a Florida corporation

By: Harris Rosen  
Harris Rosen, President

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of December, 2004 by **Harris Rosen, President of Rosen Golf Resort, Inc., a Florida corporation**, on behalf of the corporation. He [ ] is personally known to me or [ ] has produced Harris Rosen as identification.



Ernestine J. Ashton  
My Commission DD312869  
Expires May 21, 2008

Ernestine J. Ashton  
Print Name: Ernestine J. Ashton  
Notary Public, State of Florida

FILED  
04 DEC 20 PM 12:36  
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TALLAHASSEE, FLORIDA