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BASIC AMENDMENT

MARINER'S CLUB, INC.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MARINER'S CLUB, INC.
P00000063488**

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment adopted: Article I is being amended in its entirety so that it will now read:

"ARTICLE I

The name of the corporation shall be: Mariner's Club Key Largo, Inc."

SECOND: The date of the amendment's adoption is December 23, 2002.

THIRD: The shareholders entitled to vote approved the amendment. The number of votes cast for the amendment was sufficient for approval.

December 23, 2002.

MARINER'S CLUB, INC.

By: 

David Clark, Vice President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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