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S. CRAIG WAKEFIELD

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September 29, 2000

Florida, Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Paras Lodging, Inc.
Articles of Amendment

000003411990--9
-10/02/00--01133--005
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed herewith is the original and a copy of the Articles of Amendment for the above-referenced corporation. Please file the original, indicate the filing date on the copy and return the copy to our office.

Additionally, I am enclosing our firm check in the amount of \$35.00 which represents the fees and charges for filing the Articles of Amendment.

Very truly yours,

Barbara J. Lambert
Barbara Lambert,
Legal Secretary

b1
Enclosures

FILED
00 OCT -2 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

T BROWN OCT - 6 2000

T. LEWIS OCT 4 2000

ARTICLES OF AMENDMENT

OF

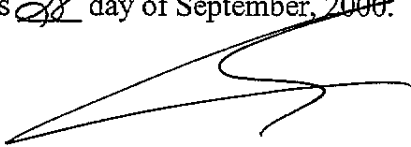
PARAS LODGING, INC.

FILED
00 OCT -2 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, the Florida corporation adopts the following articles of amendment to its articles of incorporation:

- FIRST: "Article VII" of the Articles of Incorporation shall be amended to read, "The number of directors in this corporation's Initial Board of Directors shall be three (3)."
- SECOND: This amendment shall take effect immediately.
- THIRD: This amendment was adopted by the Incorporator without shareholder action, and no shareholder action was required.

Signed this 28th day of September, 2000.



S. Craig Wakefield - Incorporator

State Of Florida
County Of Osceola

On the 28th day of September, 2000, S. Craig Wakefield, designated above as the individual who shall serve as the corporation's incorporator, who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Amendment Of Paras Lodging, Inc.

Barbara J. Lambert
Notary Public



Barbara J Lambert
My Commission CC708268
Expires January 14, 2002

Barbara J. Lambert
(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number:

(SEAL)