

Division DEC. 20. 2006 11:47AM

GASSMAN BATES & ASSOC.

NO. 47810000 212

P01000054852

Florida Department of State
Division of Corporations
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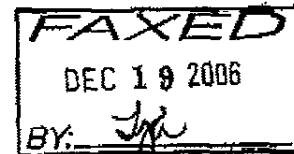


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Account Number : 075350000514
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COR AMND/RESTATE/CORRECT OR O/D RESIGN

KW MANAGEMENT HOLDINGS, INC.

Certificate of Status	0
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Florida NO. 4781E SP. 1



December 20, 2006

FLORIDA DEPARTMENT OF STATE

Division of Corporations

EM MANAGEMENT HOLDINGS, INC.
P.O. BOX 1793
DOVER, FL 34677

EMM: EM MANAGEMENT HOLDINGS, INC.
EMM: PC1000054892

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and resubmit the complete document, including the electronic filing cover sheet.

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6957.

Patricia Smith
Filing Specialist

FAX Aud. #: E06000298353
Letter Number: 406A00071932

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DEC. 20. 2006 11:47AM

GASSMAN, BATES&ASSOC.

NO. 4781 P. 3-
Audit Fax #
H060002983533

Articles of Amendment
to
Articles of Incorporation
of

KW MANAGEMENT HOLDINGS, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

P01000054892

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

KW LAND HOLDINGS, INC.

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

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NO. 4781

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Audit Fax #

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The date of each amendment(s) adoption: December 19, 2006

Effective date if applicable: December 31, 2006
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by

(voting group)"

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature

[Signature]
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Scott G. Kelby

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35

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