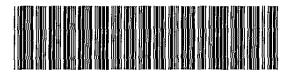
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# GUTIERREZ & ASSOCIATES

A FLORIDA PROFESSIONAL LIMITED LIABILITY COMPANY
ATTORNEYS AND COUNSELORS AT LAW
COURVOISIER CENTRE II
601 BRICKELL KEY DRIVE, SUITE 201
MIAMI, FLORIDA 33131-2651

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E-MAIL; info@martiaw.com
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October 20, 2003

Division of Corporations
Annual Report/Uniform Business Report Section
P.O. Box 6327
Tallahassee, Florida 32314

Re:

ROYAL PALM OF MIMAI CORP.

Document #P03000102460 Letter# 303A00053577

### Dear Sir/Madam:

Enclosed please find the following documents regarding the above referenced company:

- 1. Articles of Amendment for Royal Palm of Miami Corp. and a copy of the same;
- 2. letter received from the Florida Department of State; and
- copy of Amended Uniform Business Report which was returned to our offices.

Please return a certified copy of the enclosed Articles of Amendment to the undersigned at your earliest opportunity. Thank you for your assistance in this matter.

Sincerely yours,

Lourdes N. Gutierrez

Legal Assistant

Encs.

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

# ARTICLES OF AMENDMENT

**OF** 

2003 NOV -3 PM 12: 16

### ROYAL PALM OF MIAMI CORP.

1. The following provisions of the Articles of Incorporation of ROYAL PALM OF MIAMI CORP., (hereinafter the "Corporation"), a Florida corporation, filed in Tallahassee on September 15, 2003, under Document #P03000102460, be and they hereby are amended in the following particulars:

Article VII be and it hereby is amended to read as follows:

# "ARTICLE VII - Directors

- (a) <u>Number</u>. This corporation shall have two (2) directors. The number of directors may be increased or decreased from time to time by the by laws, but shall never be less than one.
- (b) <u>Directors.</u> The name and street address of the member of the first Board of Directors of the corporation, who shall serve until the first meeting of the shareholders of the corporation, are:

NAME: MARIO DOMINGUEZ

ADDRESS:

601 Brickell Key Drive

Suite 201

Miami, Florida 33131

JUAN ASENSI

601 Brickell Key Drive

Suite 201

Miami, Florida 33131

(c) <u>Compensation</u>. Any director of the corporation may serve the corporation in any other capacity and receive compensation therefore in any form.

(d) <u>Indemnification</u>. The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees, and agents to the full extent permitted by law."

Article VII be and it hereby is amended to read as follows:

### "Article VIII - Officers

The Officers of the Corporation shall consist of a President and Secretary and such other Officers and Assistant Officers as may be provided in the Bylaws. Except for those officers appointed herein below, each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officers of the Corporation are as follows:

NAME:	ADDRESS:	TITLE:
MARIO DOMINGUEZ	601 Brickell Key Drive Suite 201 Miami, Florida 33131	President
JUAN ASENSI	601 Brickell Key Drive Suite 201 Miami, Florida 33131	Vice President and Secretary
RENALDY J. GUTTERREZ	601 Brickell Key Drive Suite 201 Miami, Florida 33131"	Assistant Secretary

2. The foregoing amendment was adopted by the unanimous Consent of the Shareholders and the Directors of the Corporation on the 20<sup>th</sup> day of October, 2003.

IN WITNESS WHEREOF, the undersigned Assistant Secretary of the Corporation has executed these Articles of Amendment this 20th day of October, 2003.

ROYAL-PALM OF MIAMI CORP.

Bv:

Renaldy J. Gutierre Assistant Secretary

STATE OF FLORIDA

)S.S.

COUNTY OF MIAMI -DADE)

BEFORE ME, the undersigned authority, personally appeared, Renaldy J. Gutierrez, who is known to me and known to be the person described in or who has identified himself with and who subscribed the above Articles of Amendment, and he did acknowledge before me that he made and subscribed the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami-Dade County, Florida this 20<sup>th</sup> day of October, 2003.

NOTARY PUBLIC State of Florida at Large

My Commission Expires:

