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BASIC AMENDMENT

PLAYA VARADERO CONDOMINIUM, CORP.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF PLAYA VARADERO CONDOMINIUM, CORP.

Pursuant to the provisions of section 607.1006, Florida Statutes, Playa Varadero Condominium, Corp., a Florida corporation (the "Corporation"), adopts the following Articles of Amendment to its Articles of Incorporation which were filed with the Florida Department of State on May 17, 2004, Charter Number P04000079073.

FIRST: Article I of the Articles of Incorporation of the Corporation is amended in its entirely to read as follows:

Article I Name

The name of this corporation is PLAYA VARADERO DEVELOPMENT CORP, and the principal place of business and the mailing address of the corporation is 1720 Country Club Prado, Coral Gables, Florida 33134.

SECOND: The foregoing amendment was adopted by the Sole Director and Sole Shareholder of the Corporation by written consent dated June 1, 2004. The number of votes for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment as President of the Corporation, effective June 14, 2004.

Playa Varadero Condominium Corp., a Florida corporation at la Playa Varadero Development Corp., a Florida corporation

Fernando Rodriguez, President and Director

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