

P32523

Division of Corporations

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Florida Department of State
Division of Corporations
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RE-SUBMIT
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COR AMND/RESTATE/CORRECT OR O/D RESIGN

DELTA HOTELS INTERNATIONAL, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Corporate Filing Menu

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4-21-08



April 16, 2008

FLORIDA DEPARTMENT OF STATE

Division of Corporations

DELTA HOTELS INTERNATIONAL, INC.
100 WELLINGTON ST. WEST, #1600
TORONTO ONTARIO
CANADA M5K1B7,

SUBJECT: DELTA HOTELS INTERNATIONAL, INC.
REF: P32523

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

The date of the certificate from Delaware should not be more than 90 days prior to the delivery of the document to be filed.

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Teresa Brown
Regulatory Specialist II

FAX Aud. #: E08000098111
Letter Number: 208A00022728

RE-SUBMIT

Please retain original filing
date of submission 4/16/08

RECEIVED
2008 APR 18 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

P32523

(Document number of corporation (if known))

1. DELTA HOTELS INTERNATIONAL, INC.

(Name of corporation as it appears on the records of the Department of State)

2. DELAWARE

(Incorporated under laws of)

3. 1/18/1991

(Date authorized to do business in Florida)

FILED
2008 APR 16 AM 9:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? October 11, 2007

5. AOC Hotels Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

Paula A. McMullan
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Paula A. McMullan

(Typed or printed name of person signing)

Secretary

(Title of person signing)

Delaware

PAGE 1

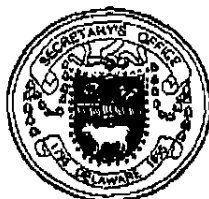
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "DELTA HOTELS INTERNATIONAL, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "AOC HOTELS INC.", THE ELEVENTH DAY OF OCTOBER, A.D. 2007, AT 8:10 O'CLOCK P.M.

2247621 8320

080443622

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6530750

DATE: 04-17-08

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:10 PM 10/11/2007
FILED 08:10 PM 10/11/2007
SRV 071109161 - 2247621 FILE

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
DELTA HOTELS INTERNATIONAL, INC

Delta Hotels International, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), HEREBY CERTIFIES AS FOLLOWS:

The amendment to the Corporation's Certificate of Incorporation set forth in the following resolution approved by the Corporation's Board of Directors and sole stockholder was duly adopted in accordance with the provisions of Section 228 and 242 of the General Corporation Law of the State of Delaware.

RESOLVED, that the Certificate of Incorporation of the Corporation be amended by striking Article First in its entirety and replacing it with the following:

"FIRST: The name of the corporation is: AOC Hotels Inc.

IN WITNESS WHEREOF, Delta Hotels International, Inc. has caused this certificate to be duly executed by its Corporate Secretary this 11 day of October, 2007.


Paula A. McMullan
Corporate Secretary