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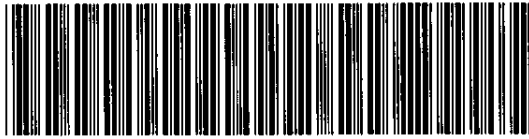
(Business Entity Name)

(Document Number)

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RECEIVED  
DEPARTMENT OF STATE  
12 DEC 14 PM 2:02

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
12 DEC 14 PM 2:55

*Amend*

DEC 14 2012

T. BROWN



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195  
REFERENCE : 459580 4305390  
AUTHORIZATION : *Lyndee*  
COST LIMIT : \$ 35.00

ORDER DATE : December 14, 2012  
ORDER TIME : 1:12 PM  
ORDER NO. : 459580-005  
CUSTOMER NO: 4305390

DOMESTIC AMENDMENT FILING

NAME: ROOMS UNLIMITED, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Stephanie Milnes -- EXT# 52920

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF AMENDMENT TO  
THE ARTICLES OF INCORPORATION OF  
ROOMS UNLIMITED, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
12 DEC 14 PM 2:55

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned corporation, **ROOMS UNLIMITED, INC.**, a corporation duly organized and validly existing under the laws of the State of Florida (the "Corporation"), hereby executes the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is **ROOMS UNLIMITED, INC.**
2. The Corporation's Articles of Incorporation was filed by the Florida Secretary of State on May 21, 1993.
3. The following amendments to the Corporation's Articles of Incorporation were approved by the unanimous written consent of the Corporation's sole Director and sole Stockholder on the 14<sup>th</sup> day of December, 2012.
4. (a) Article THREE of the Corporation's Articles of Incorporation is hereby revoked and the following new Article THREE shall be substituted in its place:

ARTICLE III. CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is one (1) share of Class A voting common stock with no par value and ninety-nine (99) shares of Class B non-voting common stock with no par value.

All or any part of said shares of Class A voting common stock with no par value or shares of Class B non-voting common stock with no par value may be issued by the Corporation from time to time and for such consideration as may be determined upon and fixed by the Corporation's Board of Directors, in accordance with the Corporation's Articles of Incorporation, by-laws and applicable laws.

(b) Article SEVEN of the Corporation's Articles of Incorporation shall be added to the Articles of Incorporation, as follows:

ARTICLE VII. VOTING

Each holder of the Class A voting common stock shall be entitled to one (1) vote for each share of such stock standing in his, her or its name on the Corporation's books. Any action required or permitted to be taken by the Corporation's Stockholders, including specifically, but not limited to, the election of Directors, shall be taken only upon the affirmative vote of the majority (greater than 50%) of the outstanding Class A voting common stock of the Corporation.

5. The number of issued and outstanding shares of the Corporation's stock entitled to vote on this Amendment to the Articles of Incorporation is one hundred (100).

6. The number of shares voting for and against the adoption of this Articles of Amendment are as follows:

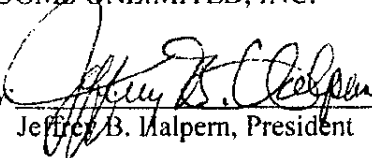
Number of Shares Voting for Adoption of Certificate of Amendment	Number of Shares Voting Against Adoption of Certificate of Amendment
100	0

7. The manner in which the exchange, reclassification, or cancellation of issued shares provided for in this amendment will be affected is as follows: The one hundred (100) shares of the Corporation's issued and outstanding common stock shall be surrendered to the Corporation and canceled, with **JEFFREY B. HALPERN** exchanging one hundred (100) old common shares for one (1) share of new Class A voting common stock with no par value and ninety-nine (99) shares of new Class B non-voting common stock with no par value.

8. The foregoing amendments of the Corporation's Articles of Incorporation were authorized by the consent in writing of the sole Director of the Corporation, followed by the written consent of the sole stockholder of all of the outstanding shares of the Corporation entitled to vote on the said amendments to the Articles of Incorporation.

9. These Articles of Amendment to the Articles of Incorporation of ROOMS UNLIMITED, INC. shall be effective upon its filing by the Secretary of State of Florida.

ROOMS UNLIMITED, INC.

By \_\_\_\_\_  
Jeffrey B. Malpern, President

Dated this 14<sup>th</sup> day of December, 2012