Division of Corporations

P95000031935

Florida Department of State

Division of Corporations

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

AVATAR VACATION REALTY, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
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9/29

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Baker & Hostetler LLP
200 S. Orange Avenue
Suite 2300
Orlando, FL 32801

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF AVATAR VACATION REALTY, INC.

Pursuant to the requirements of Sections 607.1003 and 607.1006, Florida Statutes, the undersigned does hereby make, swear to, adopt and file these Articles of Amendment to the Articles of Incorporation of AVATAR VACATION REALTY, INC. (the "Corporation"), which Corporation was incorporated under the laws of the State of Florida on April 24, 1995 under Charter No. P95000031935:

1. The members of the Board of Directors of the Corporation have recommended the following proposed change to the Articles of Incorporation to the shareholders of the Corporation, and the shareholders of the Corporation have unanimously voted to change the Corporation's Articles of Incorporation.

Therefore, Article I of the Corporation's Articles of Incorporation shall be deleted in its entirety and the following inserted in its place:

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"ARTICLE I

NAME

The name of the Corporation shall be AMBER VACATION REALTY, INC."

2. All other provisions of the Corporation's Articles of Incorporation shall remain in full force and effect, unaltered except as expressly provided above.

3. The foregoing amendment to the Articles of Incorporation was unanimously adopted by all the members of the Board of Directors and all the shareholders of the Corporation on August 1, 1999, and the number of votes cast for the name change amendment was sufficient for approval.

DATED this 25th day of August, 1999.

Thomas W. Mosser, President

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 25th day of August, 1999, by Thomas W. Mosser, as President of AVATAR VACATION REALTY, INC., a Florida corporation, on behalf of the corporation. Mr. Mosser has produced Tennessee Driver License #46345088 as identification.

MARSHA R. WENZEL
MY COMMISSION # CC 822753
EXPIRES: March 31, 2003
Bonded Thru Notary Public Underwriters

Marsha R. Wenzel
Notary Public, State of Florida