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BASIC AMENDMENT

CASABLANCA BED AND BREAKFAST INN, INC.

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BLT INVESTMENTS OF ST.

AUGUSTINE, INC.

Anthony D/Bushell

Director

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION FOR CASABLANCA BED AND BREAKFAST INN, INC.

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, filed the 27th day of May 2005, in the office of the Secretary of State of the State of Florida.

FTRST: The name of the corporation is CASABLANCA BED AND BREAKFAST INN, INC.

SECOND: The following amendment of the Articles of Incorporation was adopted by the corporation:

Change of Name:

From: CASABLANCA BED AND BREAKFAST INN, INC. BLT INVESTMENTS OF ST. AUGUSTINE, INC.

THIRD: The amendment was adopted by the Board of Directors on the 26th day of May 2005.

FOURTH: The amendment was approved by a majority of the members of the corporation on the 26th day of May 2005.

FIFTH: The amendment was adopted unanimously by the shareholders of the corporation on the 26th day of May 2005.

DATED: May 27, 2005

By:

Brenda A. Busbell

Director

STATE OF FLORIDA COUNTY OF ST. JOHN'S

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized

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in the State and County named above to take acknowledgments, personally appeared ANTHONY D. BUSHELL, to me personally known and known to be the President and Secretary of this corporation and the person who executed the foregoing Amendment to Articles of Incorporation and acknowledged before me that he executed the same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal at St. Augustine, St. Johns County, Florida, this 27th day of May 2005.



Notary Public—State of Florida Printed Name: My Commission Expires:

STATE OF FLORIDA COUNTY OF ST. JOHNS

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared BRENDA A. BUSHELL, to me personally known and known to be the President and Secretary of this corporation and the person who executed the foregoing Amendment to Articles of Incorporation and acknowledged before me that he executed the same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal at St. Augustine, St. Johns County, Florida, this 27th day of May 2005.



Notary Public—State of Florida Printed Name: My Commission Expires:

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