

P97000080344

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

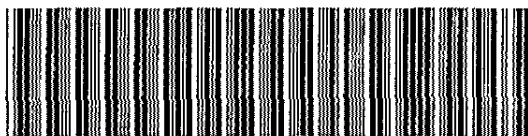
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



000042233350

11/19/04--01044--001 \*\*35.00

STATE  
TALLAHASSEE, FLORIDA

04 NOV 19 PM 12:01

FILED

Amended  
MD 11/30

# DAVID L. MACKAY ATTORNEY, P. A.

---

Mailing Address:  
Post Office Box 206  
Ocala, Florida 34478-0206

Physical Address:  
2801 Southwest College Road, Suite #9  
Ocala, Florida 34474

Telephone: (352) 237-3800  
Facsimile: (352) 237-0299  
E-mail: mrocala@worldnet.att.net

November 16, 2004

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314-6327

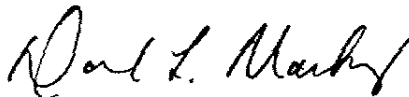
Re: Elite Resorts of America, Inc.  
Document No. P970000830344

Gentlemen:

Enclosed is the original and one copy of Articles of Amendment for the above-captioned Florida corporation, together with my check in the amount of \$35. Please acknowledge receipt and filing of the articles on the acknowledgment copy which is enclosed and return it to me at the above address.

Thank you for your attention to this matter.

Very truly yours,



DAVID L. MacKAY

DLM/jf

Enclosures

**ARTICLES OF AMENDMENT**  
**ELITE RESORTS OF AMERICA, INC.**

Articles of Incorporation filed September 17, 1997  
Under document number P97000080344

The undersigned officer of Elite Resorts of America, Inc., upon Written Consent of Special Meeting of Shareholders and Directors dated October 30, 2004, does hereby certify that the Corporation is authorized to file these Articles of Amendment and that the Articles are amended to restate that stated capital of the corporation as follows:

**The stated capital of this Corporation shall be 11,000,000 shares of common stock having a par value of \$.10 per share.**

These Articles of Amendment shall become effective immediately upon filing with the Secretary of State of Florida.

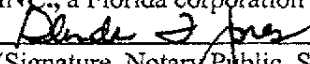
State of Florida  
County of Marion

Sworn to (or affirmed) and subscribed before  
me in the state and county aforesaid this

**ELITE RESORTS OF AMERICA, INC.,**  
a Florida corporation

1 day of November, 2004, by  
**BRIAN F. TOLAN**, President of  
**ELITE RESORTS OF AMERICA,**  
**INC.,** a Florida corporation

By:   
**BRIAN F. TOLAN**, President

  
(Signature, Notary Public, State of Florida)  
(Print, Type or Stamp Commissioned  
Name of Notary Public)

**GLEND A F. JONES**  
**Notary Public, State of Florida**  
**My comm. exp. Jan. 29, 2008**  
**Comm. No. DD 286081**

CHECK ONE: ☒ Personally Known      Produced Identification      Type of Identification Produced: \_\_\_\_\_

FILED  
04 NOV 19 12:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

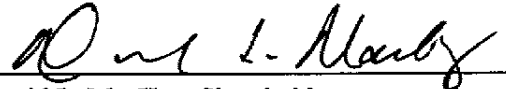
**WRITTEN CONSENT IN LIEU OF SPECIAL MEETING**  
**OF SHAREHOLDERS AND DIRECTORS OF**  
**ELITE RESORTS OF AMERICA, INC.**

The undersigned, being the shareholders and the duly elected and currently serving directors of **ELITE RESORTS OF AMERICA, INC.**, a Florida corporation (the "Company"), pursuant to the permissive provisions of the company's Articles of Incorporation and Bylaws, and as authorized by § 607.0701, 607.0821, Florida Statutes, hereby take the following actions and adopt the following resolutions:

**RESOLVED**, that the Articles of Incorporation of Elite Resorts of America, Inc. as filed with the Secretary of State of Florida on September 17, 1997 under Document Number ~~89700016572~~, are hereby Amended to restate the stated capital as follows:  
~~89700016572~~  
~~89700016572~~

The stated capital of this Corporation shall be 11,000,000 shares of common stock having a par value of \$.10 per share.

Signed and effective as of this 27 day of October, 2004.



David L. MacKay, Shareholder,  
Secretary-Treasurer



George L. MacKay, Shareholder, Vice President



Brian Tolan, Shareholder, President