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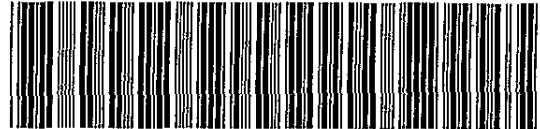
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

04 JUN 14 PM 12:38

FILED

6-21

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION OF  
LOOE KEY REEF RESORT, INC.

FILED  
04 JUN 14 PM 12:38  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

Pursuant to the provision of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendments to its Articles of Incorporation:

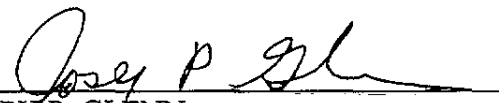
FIRST: The following Amendment to Article VI of the Articles of Incorporation was adopted by the corporation:

**Wendy Sullivan is deleted as Director and the following person was elected to serve as Director:**

**Joseph P. Glenn**  
PO Box 664  
Summerland Key, FL 33042

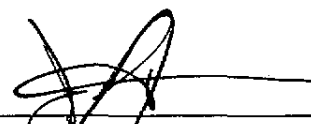
SECOND: The amendment was adopted by the Board of Directors on the 9<sup>th</sup> day of June, 2004.

THIRD: The above amendment was approved unanimously by the Shareholders of the corporation on the 9<sup>th</sup> day of June, 2004.

  
\_\_\_\_\_  
JOSEPH P. GLENN  
President and Director

STATE OF FLORIDA  
COUNTY OF MONROE

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of June, 2004, by JOSEPH P. GLENN, who supplied the following form of identification Personally Known.

  
\_\_\_\_\_  
Notary Public  
Print Name \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

