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TO: DIVISION OF CORPORATIONS

FAX #: (850)922~4000

FROM: EMPIRE CORPORATE KIT COMPANY

CONTACT: RAY STORMONT

ACCT#: 072450003255

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: PLAYA, INC.

AUDIT NUMBER..... 198000010582 DOC TYPE.....BASIC AMENDMENT CERT. OF STATUS..0

PAGES.....

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10 ARTICLES OF INCORPORATION OF

PLAYA, INC.

(present name)

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Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

The registered agent Louis J. Terminello, Esq., 1. whose address is Chadroff, Terminello & Terminello, 2700 SW 37 Avenue, Miami, Florida 33133, resigned as registered agent for the corporation and Augusto Sanchez, shall serve as registered agent and his address is: 3775 Poinciana Avenue, Miami, Florida 33133.

Acceptance of Registered Agent

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity.

I further agree to comply with the provisions of all statutes r

relat I am	ive : fami	to the proper and complete performance of my duties, and cliar with and accept the obligation of my position as d agent.
By:		Date: June 5 1998
	Augus	sto Sanchez Registered Agent
	SECO	ND: The date of each amendment's adoption: 6598
	THIR	Adoption of Amendment(s) (check one)
	<u>_x</u>	The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.
	_ _	The amendment(s) was were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
		The amendment(s) was/were approved by the shareholders through voting groups.
	separac	llowing statement must be separately provided for each voting group entitled to vote of the enendment(s).
The number of votes cast for the amendment(s) we sufficient for approval by		number of votes cast for the amendment(s) was/were
		(voting group)
ed by:	CERT	is J. Terminello, Esq. DROFF, TERMINELLO & TERMINELLO S.W. 37th Avenue

Prepare

Miami, Florida 33133 Tel: (305) 444-5002 Fax: (305) 448-5566

305 541 3770 P.02/03

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Signed this 5th day of June, 1998.

PLAYA, INC. Corporation Name

Вy

AUGUSTO SANCHEZ, President/Director (Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the

shareholders)

(A director or incorporator if adopted by the directors or incorporators)

playa\articles of amendment

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