198000085623



ACCOUNT NO. : 072100000032

REFERENCE: 985321 82724A

AUTHORIZATION

COST LIMIT : \$ 35.00

ORDER DATE: October 5, 1998

ORDER TIME : 1:27 PM

ORDER NO. : 985321-015

CUSTOMER NO: 82724A

CUSTOMER: Ms. Diane Whitacre

Morrison & Conroy

3838 Tamiami Trail North

Suite 402

Naples, FL 34103-3507

NAME:

GRAND INN BY THE AIRPORT, 400002658494--2

INC.

EFFICTIVE DATE:

__ ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED 98 OCT -7 PM 3:30 SECRETARY OF STATE FALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

ARTICLE I of the Articles of Incorporation of GRAND INN BY THE AIRPORT, INC. shall be amended to read as follows:

ARTICLE I. NAME

The name of the corporation shall be:

GRAND INN-DOWNTOWN NAPLES, INC.

All other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator without shareholder action because shareholder action was not required.

The foregoing amendment was adopted on the 7th day of October, 1998.

CORPORATION SERVICE COMPANY/INCORPORATOR

Deborah D. Skipper, Incorporator