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ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
GILMORE RESORTS, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, Gilmore Resorts, Inc., a Florida corporation (the "Corporation"), hereby amends its Articles of Incorporation, as follows:

Subparagraph (A) of the Third Article is hereby deleted in its entirety and, in lieu thereof, the following is substituted:

(A) The total number of shares of stock which the Corporation is authorized to have outstanding at any time shall be 1,000 shares of Common Stock at one dollar (\$1.00) par value. The total authorized shares of Common Stock shall consist of 100 shares of Voting Stock and 900 shares of Non-Voting Stock.

The foregoing Amendment to the Articles of Incorporation was approved and adopted by all the Shareholders on December 27th, 2006 and the number of votes cast was sufficient for approval.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this

21st day of December, 2006.

27th


Douglas E. Gilmore, President

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