



V40468

ACCOUNT NO. : 072100000032

REFERENCE : 233735 4323852

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 23, 1997

ORDER TIME : 11:27 AM

ORDER NO. : 233735-010

CUSTOMER NO: 4323852

CUSTOMER: Mary Fendle, Legal Assistant
Dean Mead Egerton Bloodworth
Suite 1500
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Orlando, FL 32803

20000206602-8
-01/23/97-01088-015-8
*****87.50 *****87.50

DOMESTIC AMENDMENT FILING

NAME: TPE HOTELS, INC.

EFFECTIVE DATE: 01-18-97

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS: _____

FILED
97 JAN 23 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amendment
1/23/97

**ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION
OF TPE HOTELS, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Article I - Name

The name of the corporation is TPE Hotels, Inc. (hereinafter referred to as the "Corporation").

Article II - Adoption and Text of Amendments

The sole director of the Corporation approved a resolution amending Article III of the Articles of Incorporation by written consent dated the 18th day of January, 1997, in accordance with the provisions of section 607.0821 of the Florida Statutes. All of the shareholders of the Corporation approved the resolution amending Article III of the Articles of Incorporation by written consent dated the 18th day of January, 1997, in accordance with the provisions of Section 607.0704 of the Florida Statutes, and the number of votes cast for the amendment to the Articles of Incorporation was sufficient for approval of said amendment. The following is a true and correct copy of the resolution amending Article III of the Articles of Incorporation:

RESOLVED, that Article III of the Articles of Incorporation of the Corporation be amended in its entirety to read as follows:

"ARTICLE III - PURPOSE

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended, in connection with the ownership, operation, management, and leasing of a hotel and any and all ancillary activities with respect thereto."

FILED
91 JAN 23 PM 4:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article III - Effective Date of Amendment

The effective date of this amendment to the Articles of Incorporation of the Corporation will be as of the date of filing the this amendment with the Secretary of State of the State of Florida.

Dated this 18th day of January, 1997.

TPE HOTELS, INC.

By: Naseem Kassam
Naseem Kassam, President