

PA97000072584

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COR AMND/RESTATE/CORRECT OR O/D RESIGN
KIRKMAN ROAD HOTEL CORP.

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Amend
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**SECOND AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
KIRKMAN ROAD HOTEL CORP.**

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WITNESSETH:

WHEREAS, the Articles of Incorporation of KIRKMAN ROAD HOTEL CORP. (the "Corporation") were electronically filed with the Secretary of State of Florida on August 21, 1997 under document number P97000072584, as further amended by Articles of Amendment filed October 7, 1997 (collectively, the "Articles of Incorporation"); and

WHEREAS, it is the intention of the Sole Director and Shareholder of the Corporation that the Articles of Incorporation be further amended, effective the date this Second Amendment is filed with the Florida Secretary of State, in accordance with the proposed amendment hereafter set forth; and

WHEREAS, the proposed amendment to the Articles of Incorporation of the Corporation as hereinafter set forth was approved by unanimous written consent of the Sole Director and Shareholder, pursuant to the provisions of Sections 607.1003, 607.0704, and 607.0821 of the Florida Business Corporation Act, as of November 7, 2014.

NOW, THEREFORE, the Articles of Incorporation of the Corporation are hereby amended effective the date this Second Amendment is filed with the Florida Department of State, as follows:

- 1. Article 3. is hereby deleted in its entirety and replaced with the following:

"3. The sole purpose of the Corporation is to own an equity interest in Orlando Hotel Associates LLC, a New York limited liability company (the "Company"), serve as Manager of the Company and to do and perform all of the acts, duties and obligations of the Manager of the Company and activities incidental thereto."

IN WITNESS WHEREOF, this Second Amendment to Articles of Incorporation is hereby executed on behalf of the Corporation by its President this 7th day of November, 2014.

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KIRKMAN ROAD HOTEL CORP., a Florida
corporation

By: Allan V. Rose
Allan V. Rose
President