

FILE COPY



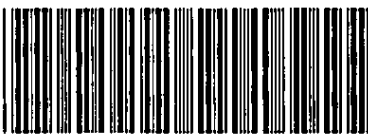
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2930567

The Registrar of Companies for England and Wales hereby certifies that
CLUB SUNTERRA LIMITED

having by special resolution changed its name, is now incorporated
under the name of
DIAMOND RESORTS EUROPEAN COLLECTION LIMITED

Given at Companies House, Cardiff, the 17th December 2007



C02930567G



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

103089/10

CLUB SUNTERRA LIMITED

Certified extract showing Special Resolution passed by the Members of the Company at the Extraordinary General Meeting of the Company held at Lancaster Town Hall, Dalton Square, Lancaster, Lancashire on Tuesday 11th December 2007.

I hereby certify that the following is an extract showing the Special Resolution passed at the meeting above in order to change the name of the Company



Susan Crook
Company Secretary

Dated 11th December 2007

CERTIFIED EXTRACT

Resolution at Agenda item 2

IT IS HEREBY RESOLVED THAT the name of the Company be changed from Club Sunterra Limited TO Diamond Resorts European Collection Limited

THURSDAY



AFNSQVG5

A18

13/12/2007

12

COMPANIES HOUSE