

## Articles of Amendment

The name of the filing entity is Dallas Convention Center Hotel Development Corporation, file number 801028057. This entity was formed by Resolution No. 08-2198 of the Dallas City Council.

On June 19, 2009, a quorum of the Dallas City Council approved, by a unanimous vote, the amendment to the Articles of Incorporation of Dallas Convention Center Hotel Development Corporation. The Mayor of Dallas and the City Secretary have executed the Articles of Amendment. The City Attorney has approved the Articles of Amendment.

The last three paragraphs of Article IV of the Articles of Incorporation have been amended. The last three paragraphs of Article IV are amended to read as follows:

The Corporation is created as a local government corporation pursuant to the Act and shall be a governmental unit within the meaning of Subdivision (2), Section 101.001, Texas Civil Practice and Remedies Code. The operations of the Corporation are governmental and not proprietary functions for purposes of the Texas Tort Claims Act, Section 101.001 et seq., Texas Civil Practice and Remedies Code. The Corporation shall have the power to acquire land in accordance with the Act as amended from time to time, subject to the approval of the City Council or, if the City Manager of the City is so authorized by the City Council, subject to the approval of the City Manager.

Prior to the consummation of the sale and delivery of any bonds, notes or other forms of debt instruments, the Corporation shall obtain authority to sell bonds, notes or other forms of debt instruments from the City Council.

In the exercise of its powers, the Corporation may enter into loan, lease, trust or other agreements as authorized by the Act that are necessary and appropriate to the fulfillment of the public purpose of the Corporation, all of which agreements, and the specific uses, and the methods of withdrawal and expenditure, of the proceeds of the bonds, notes or other debt instruments proposed to be issued by the Corporation, shall be stated and or described in the proceedings authorizing such bonds, notes or other debt instruments and must be included as a part of the approval process of the City Council required above. In connection with the issuance of its bonds, notes or other debt instruments, the Corporation shall select bond counsel and financial advisors acceptable to the City Attorney and the City Manager.

## Statement of Approval

The amendments to the certification of formation have been approved in the manner required by Section 394.016(c) of the Local Government code of Texas, and by the governing documents of the entity.

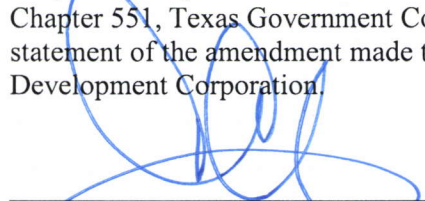
## Effectiveness of Filing

The Articles of Amendment of the Dallas Convention Center Hotel Development Corporation become effective pursuant to Section 394.017 of the Texas Local Government Code when the document is filed by the Secretary of State and on the issuance of the certificate of amendment by the Secretary of State. The amendment takes effect and the Articles of Incorporation are amended accordingly.

## Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

On June 19, 2009 the amended Articles of Incorporation of Dallas Convention Center Hotel Development Corporation ("The Corporation") were approved by the Dallas City Council. This meeting was open to the public and public notice of the time, place and purpose of said meeting was given, as required by Chapter 551, Texas Government Code. This Certificate of Amendment provides a true and correct statement of the amendment made to the Articles of Incorporation of the Dallas Convention Center Hotel Development Corporation.

  
\_\_\_\_\_  
Tom Leppert, Dallas City Mayor  
on behalf of the Dallas City Council

07/02/09  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Deborah Watkins, Dallas City Secretary

7/2/09  
\_\_\_\_\_  
Date

State of Texas

County of Dallas

Before me, a notary public, on this day personally appeared Deborah Watkins, Dallas City Secretary, known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.



  
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Notary Public's Signature