

P010000068450

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

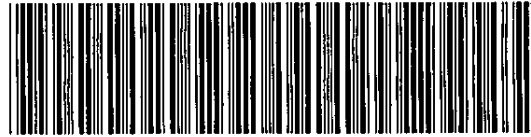
(Business Entity Name)

(Document Number)

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800257132668

RECEIVED  
DEPARTMENT OF STATE  
14 APR 17 PM 1:58

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
14 APR 17 AM 11:42

*Amend + Name Change*

APR 18 2014  
T. CARTER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I200000000195  
REFERENCE : 098494 4301677  
AUTHORIZATION : *[Signature]*  
COST LIMIT : \$ 35.00

ORDER DATE : April 17, 2014  
ORDER TIME : 11:50 AM  
ORDER NO. : 098494-005  
CUSTOMER NO: 4301677

DOMESTIC AMENDMENT FILING

NAME: THOMAS COOK USA HOLDINGS,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Emily Gray -- EXT# 52925

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

14 APR 17 AM 11:42

Articles of Amendment  
to  
Articles of Incorporation  
of

THOMAS COOK USA HOLDINGS, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

P01000068450

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**A. If amending name, enter the new name of the corporation:**

TravelBrands USA Holdings, Inc.

*The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."*

**B. Enter new principal office address, if applicable:**

(Principal office address MUST BE A STREET ADDRESS)

**C. Enter new mailing address, if applicable:**

(Mailing address MAY BE A POST OFFICE BOX)

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

Name of New Registered Agent

(Florida street address)

New Registered Office Address:

(City)

Florida

(Zip Code)

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

☒ Change      PT      John Doe

☒ Remove      V      Mike Jones

☒ Add      SV      Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change	D	Moore, Dean	75 Eglinton Ave East
<input type="checkbox"/> Add			Toronto, Ontario M4P3A4 CA
<input checked="" type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	D	Mackelvie, Dawn	75 Eglinton Ave East
<input type="checkbox"/> Add			Toronto, Ontario M4P3A4 CA
<input checked="" type="checkbox"/> Remove			
3) <input type="checkbox"/> Change	D,P,VP,S	DeMarinis, Frank	5450 Explorer Drive, Suite 300
<input checked="" type="checkbox"/> Add			Mississauga, Ontario, Canada L4W 5N1
<input type="checkbox"/> Remove			
4) <input type="checkbox"/> Change	D	DeMarinis, Enzo	5450 Explorer Drive, Suite 300
<input checked="" type="checkbox"/> Add			Mississauga, Ontario, Canada L4W 5N1
<input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

(Attach additional sheets, if necessary). (Be specific)

[illegible]

provisions for implementing the amendment if not contained in the amendment itself:

[illegible]

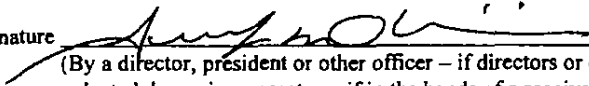
The date of each amendment(s) adoption: \_\_\_\_\_, if other than the date this document was signed.

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
- "The number of votes cast for the amendment(s) was/were sufficient for approval  
by \_\_\_\_\_"  
(voting group)
- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated April 15 2014

Signature   
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Frank DeMarinis  
(Typed or printed name of person signing)

Frank DeMarinis, President  
(Title of person signing)