

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
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800-342-8086

P 96000089935



ACCOUNT NO. : 072100000032

REFERENCE : 206110 131156A

AUTHORIZATION : Patricia Pzyts

COST LIMIT : \$ 35.00

FILED
96 DEC 31 PM 4:25
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ORDER DATE : December 31, 1996

ORDER TIME : 9:12 AM

ORDER NO. : 206110-015

CUSTOMER NO: 131156A

200002041952--7

CUSTOMER: Barry N. Brumer, Esq
Barry N. Brumer, Esq
Major Center Office Plaza
Suite 230 5728 Major Boulevard
Orlando, FL 32819

DOMESTIC AMENDMENT FILING

NAME: PLANET TOUR, INC.

EFFECTIVE DATE:

ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

Amendment
2/1/97
[Signature]

RECEIVED
96 DEC 31 AM 9:49
DIVISION OF CORPORATION



RECEIVED
 NOV 2 11 9: 59 AM
 FLORIDA DEPARTMENT OF STATE
 Sandra B. Mortham
 Secretary of State

December 31, 1996

CSC NETWORKS
 W. CHARLES EARNEST
 TALLAHASSEE, FL 32301

SUBJECT: PLANET TOUR, INC.
 Ref. Number: P96000089935

RESUBMIT
 Please give original
 submission date as file date.

We have received your document for PLANET TOUR, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

- (1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.
- (2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

***** "OR" *****

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6906.

Darlene Connell
 Corporate Specialist

Letter Number: 496A00057862

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
96 DEC 31 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLANET TOUR, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VIII - OFFICERS is amended to read:

NAME: Tania Hackradt
ADDRESS: 6201 Dartmoor Ct. - Orlando, FL 32819-4833
OFFICE: President

NAME: Sidney Pompeo Sgambatti
ADDRESS: 6201 Dartmoor Ct. - Orlando, FL 32819
OFFICE: Treasurer/Secretary

THE NUMBER OF VOTES CAST FOR THIS AMENDMENT BY THE SHAREHOLDERS WAS SUFFICIENT FOR APPROVAL.


Tania Hackradt PRESIDENT

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

December 20th. 1996

THIRD: The date of each amendment's adoption: _____