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BASIC AMENDMENT
AIRTOURS DESTINATION SERVICES, INC.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AIRTOURS DESTINATION SERVICES, INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned, Airtours Destination Services, Inc., a Florida corporation, by its President, does hereby make and execute these Articles of Amendment to its Articles of Incorporation:

1. The text of the amendment adopted is as follows:

RESOLVED, that the Articles of Incorporation of this corporation be amended by deleting ARTICLE I thereof in its entirety and by inserting, in lieu thereof, the following new ARTICLE I:

ARTICLE I

Name

The name of the corporation is:

MyTravel Destination Services, Inc.

2. The date of the adoption of the amendment by the sole shareholder of the corporation was as of February 28, 2002.

3. The number of votes cast for approval of the amendment by the sole shareholder was sufficient for approval.

Dated: March 15, 2002.

AIRTOURS DESTINATION SERVICES, INC.

By: _____

Joan Grimbaldeston
President