

P 99000027706

ALL ABOARD CRUISES AND TRAVEL, INC.
909 GLEN ABBEY CIRCLE
WINTER SPRINGS, FL 32719

April 27, 1999

STATE OF FLORIDA
DIVISION OF CORPORATIONS
P. O. BOX 6327
TALLAHASSEE, FL 32314

700002856277--8
-04/29/99-01056--005
*****35.00 *****35.00

RE: AMENDMENT: CHANGE OF NAME

An amendment to change the name of the corporation to:

ALL ABOARD VACATIONS, INC.

Sincerely,

John Criscione
J. C. Criscione
President

FILED
99 APR 29 AM 7:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
APR 29 1999
36

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

ALL ABOARD CRUISES AND TRAVEL, 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)*

CHANGE NAME OF CORPORATION

ALL ABOARD VACATIONS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

4/27/99.

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

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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.

Signed this day 27 of April, 19 99

Signature *John C. Criscione*
 (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

J. C. CRISCIONE

Typed or printed name

PRESIDENT / DIRECTOR

Title