

266641
A.H. QUIRANTES & ASSOCIATES, P.A.

ATTORNEYS AT LAW
757 NORTHWEST 27TH AVENUE
MIAMI, FLORIDA 33125

ADRIANA H. QUIRANTES, ESQ.

OF COUNSEL:
FRANK CARRILLO
JORGE L. CUETO
MIGUEL DIAZ DE LA PORTILLA
NORMAN FUNT
ALBERTO M. QUIRANTES
DAVID RODRIGUEZ
ROBERTO RODRIGUEZ
JOHN RUIZ
LUIS STABINSKI

TELEPHONES
(305) 541-7700
(305) 642-1032

FAX
(305) 642-0988

May 24th, 1999

Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

100002888841--9
-05/27/99--01088--003
*****35.00 *****35.00

RE: Royal Caribbean Insurance Agency, Inc.

Dear Sir/Madam:

Enclosed please find the Amendment to the Articles of Incorporation of Royal Caribbean Insurance Agency, Inc. Also enclosed please find our Operating Account check No.: 3066 in the amount of \$ 35.00 to cover the fees.

Thank you for your time and attention to this matter.

Very truly yours,



Adriana H. Quirantes, Esq.

AHQ/ars

enclosures

FILED
99 MAY 27 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AM
CFC
5/27

FILED
99 MAY 27 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT TO THE ARTICLES OF INCORPORATION
OF

ROYAL CARIBBEAN INSURANCE AGENCY, INC.

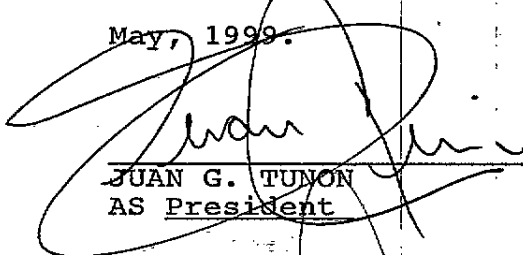
FIRST: The Board of Directors and shareholders have approved and ratified the following transfer of shares as follows:
The date of adoption of this amendment is May 17, 1999.

1. OF THE 16 SHARES ISSUED TO JUAN NORBERTO ECHEVERRIA BY CERTIFICATE NO. 22; ALL SIXTEEN SHARES ARE HEREBY TRANSFERRED TO JUAN G. TUNON BY CERTIFICATE NO. 25.

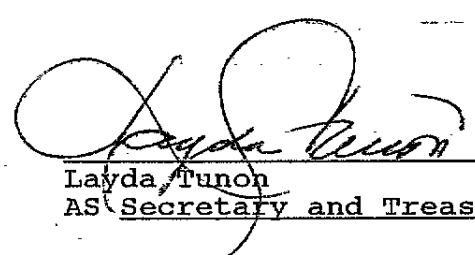
SECOND: The corporation's common stock is hereby held as follows:

1. JUAN J. TUNON.....SIXTEEN (16) SHARES
1140 W. 28TH STREET, HIALEAH, FL 33010
3. JUAN G. TUNON.....TWENTY (20) SHARES
5060 SW 133RD AVENUE, MIRAMAR, FL 33308
4. LAYDA TUNON.....FOUR (4) SHARES
698 W. 43RD PLACE, HIALEAH, FL 33012

IN WITNESS WHEREOF, the undersigned Board of Directors has executed these Amended Articles of Incorporation this 17th day of May, 1999.

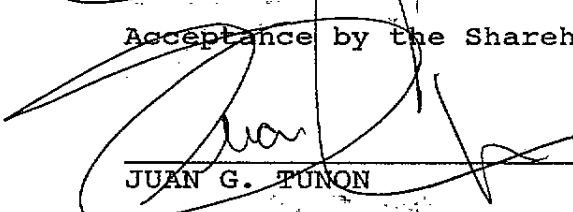


JUAN G. TUNON
AS President



Layda Tunon
AS Secretary and Treasurer

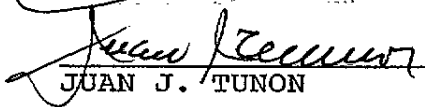
Acceptance by the Shareholders of transference of shares:



JUAN G. TUNON



LAYDA TUNON



JUAN J. TUNON