

Charter Number Only

398078

7/17/97

Margulies & Rones

Requestor's Name
1605 NE 18 AVE.

Address
MIAMI BEACH, FL 33162

City State ZIP Phone

#945-6522

VERIFICATION ONLY

700002241037--0
-07/18/97-01010-028
*****35.00 *****35.00

CORPORATION(S) NAME

Keystone Travel Service, Inc.



Empire Toll Free: 1-800-432-3028

FILED

97 JUL 18 PH 4:7
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Profit
 NonProfit

Amendment

Merger

Foreign

Dissolution

Mark

Limited Partnership

Annual Report

Other

Reinstatement

Reservation

Change of Registered Agent

Certified Copy

Photo Copies

Certificate Under Seal

Call When Ready

Call If Problem

After 4:30

Walk In

Will Wait

Pick Up

Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

97 JUL 19 PH 4:52
RECEIVED
FLORIDA SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/21
J.S. Amend
1/21

ARTICLES OF AMENDMENT

These are the Articles of Amendment to the Articles
of Incorporation of the Florida Corporation Identified
Below and filed with the Secretary of State of Florida.

KEYSTONE TRAVEL SERVICE, INC.

ARTICLES OF AMENDMENT

These Articles of Amendment to Articles
of Incorporation were prepared by:
Victor K. Rones, Margulies and Rones, P.A.
16105 NE 18 Avenue, N Miami Beach, Florida 33162
Florida Bar No. 245178 Phone: (305) 945-6522

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TO ARTICLES OF INCORPORATION

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**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION**

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

OF

KEYSTONE TRAVEL SERVICE, INC.

The following Articles of Amendment to the Articles of Incorporation of Keystone Travel Service, Inc. were duly adopted in accordance with Florida Law. It is hereby provided that said amendment shall be deemed and construed to modify solely the provisions of the Articles of Incorporation to which the within Articles of Amendment apply. To the extent of any conflict between the terms and provisions of this Amendment to the Articles of Incorporation of Keystone Travel Service, Inc. and the Articles of Incorporation of Keystone Travel Service, Inc., it is hereby provided that the terms and provisions of this Amendment to the Articles of Incorporation of Keystone Travel Service, Inc. shall prevail.

The Articles of Incorporation of Keystone Travel Service, Inc. are amended to read as follows:

**ARTICLE II
PURPOSES**

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE III:
STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is two hundred thousand (200,000) Shares of common stock, having a nominal par value of \$1.00 per share.

DIRECTORS

The corporation will have a Board of Directors comprised of solely one (1) director. The number of directors may be increased or diminished from time to time as provided in the Bylaws, but shall never be less than one. The name and address of the director of this corporation shall be Robert Bell, c/o Victor Rones, 16105 NE 18 Avenue, North Miami Beach, Florida 33162.

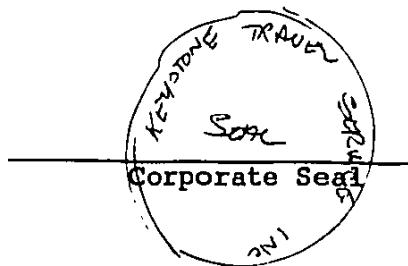
EFFECTIVE DATE

The effective date of the amendments set forth herein shall be June 29, 1997.

The foregoing amendment was adopted by the shareholders of this corporation on June 29, 1997.

In witness whereof, the undersigned president and secretary of this corporation have executed these Articles of Amendment to the Articles of Incorporation.

Robert Bell
President
Donna Lee Bell
Secretary



STATE OF FLORIDA)
COUNTY OF DADE) SS.:

BEFORE ME, the undersigned authority, this day personally appeared, Robert Bell and Donna Bell the president and secretary respectively of Keystone Travel Service, Inc., who after being by me duly sworn, depose and say that they are the persons described in and who executed the foregoing Amendment to the Articles of Incorporation, and duly acknowledged to me that they were authorized and empowered to execute said document and in fact did execute same freely and voluntarily for the purpose therein expressed. As identification, said persons showed unto me the following

Produced/Robert Bell showed Florida Drivers License
as identification

Produced/Donna showed Florida Drivers License
as identification

WITNESS my hand and official seal at North Miami Beach, Dade County, Florida, on July 8, 1997.

Aletha Jackson
Notary Public, State of Florida

My Commission Expires: 3/26/98

Printed Name of Notary: ALETHA JACKSON

