

400693



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 562522 4310537

AUTHORIZATION : Patricia T. [signature]

COST LIMIT : \$ 87..50

ORDER DATE : October 13, 1997

ORDER TIME : 10:17 AM

400002318644-4

ORDER NO. : 562522-005

CUSTOMER NO: 4310537

CUSTOMER: Robert O. Marks, Esq  
O'Neill Chapin Marks Liebman  
Suite 865  
200 East Robinson Street  
Orlando, FL 32801

File 15+

DOMESTIC AMENDMENT FILING

NAME: BON VOYAGE INTERNATIONAL  
TRAVEL, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS:

FILED  
97 OCT 13 PM 3:45  
RECEIVED  
97 OCT 13 PM 12:11  
TALLAHASSEE, FLORIDA DIVISION OF CORPORATION

10/11/97  
Name Change  
C.C.

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
BON VOYAGE INTERNATIONAL TRAVEL, INC.

FILED

97 OCT 13 PM 3:45

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BON VOYAGE INTERNATIONAL TRAVEL, INC., a corporation organized and existing under the laws of the State of Florida, under certificate number 400693 filed in the office of the Secretary of State on May 8, 1972, hereby certifies as follows:

1. By written action dated the 3rd day of October, 1997, the Board of Directors and Shareholders of the corporation adopted the following resolutions:

RESOLVED, that the Certificate of Incorporation of BON VOYAGE INTERNATIONAL TRAVEL, INC., be amended so as to change the name of the corporation to APPLEBEE HOLDING COMPANY, INC., and that Article I shall be amended to read:

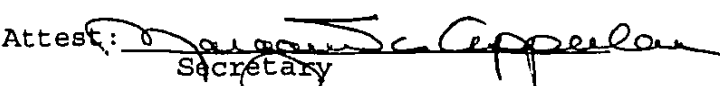
"The name of the corporation shall be APPLEBEE HOLDING COMPANY, INC."

2. These Articles of Amendment were approved by all of the directors of the corporation and by all of the shareholders.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles this 6th day of October, 1997.

BON VOYAGE INTERNATIONAL TRAVEL,  
INC.

By:   
President

Attest:   
Secretary

(CORPORATE SEAL)

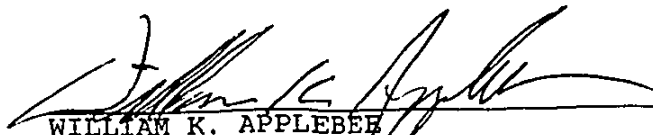
CONSENT TO ACTION OF SHAREHOLDERS AND DIRECTORS  
WITHOUT A MEETING


BON VOYAGE INTERNATIONAL TRAVEL, INC.

The undersigned, WILLIAM K. APPLEBEE and MARGARET A. APPLEBEE, sole shareholders and directors of BON VOYAGE INTERNATIONAL TRAVEL, INC., a Florida Corporation (the "Corporation"), pursuant to the By-laws of the Corporation, hereby consent to the following Resolution of the shareholders and directors of the Corporation taken without a special meeting of the Corporation.

RESOLVED, the Corporation shall promptly change its name to APPLEBEE HOLDING COMPANY, INC.. The president will take all action required to effectuate the said change of name.

Dated this 3rd day of October, 1997.

  
WILLIAM K. APPLEBEE  
Shareholder and Director

  
MARGARET A. APPLEBEE  
Shareholder and Director