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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: PRESTO TRAVEL AGENCY, INC.

AUDIT NUMBER..... H98000009504 DOC TYPE.....BASIC AMENDMENT

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 20, 1998

PRESTO TRAVEL AGENCY, INC. 1607 PONCE DE LEON BLVD. SUITE 101 CORAL GABLES, FL 33134US

SUBJECT: PRESTO TRAVEL AGENCY, INC.

REF: 530483

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell Corporate Specialist FAX Aud. #: H98000009504 Letter Number: 098A00028404

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF PRESTO TRAVEL AGENCY, INC.



Amendment of the Articles of Incorporation of PRESTO TRAVEL AGENCY, INC., filed on March 30, 1977, is hereby amended to read as follows:

ARTICLE VI

The number of directors constituting the Board of directors shall be one (1) and the names and addresses of such persons who are to serve as members thereof are as follows:

JORGE HERNANDEZ 9201 S.W. 102nd STREET Miami, FL 33176

ARTICLE VII

The names and addresses of each person subscribing to the shares of the corporation and the extent of each person's interest is as follows:

PRESIDENT/SECRETARY/TREASURER

JORGE HERNANDEZ 9201 S.W. 102nd STREET Miami, FL 33176

The foregoing amendment was adopted by unanimous consent of all shareholders entitled to vote on the _____ day of April, 1998.

Olijandro Nunez. Esq. FBNO. 768812 (305) 774.6222 1607 Poncede Leon Blud. Corol Gables, 3C. 33134

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PRESTO TRAVEL AGENCY, INC., A FLORIDA CORPORATION

BY: Diana R. HERNANDEZ, Secretary

STATE OF FLORIDA)

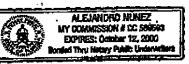
SS

COUNTY OF DADE)

The foregoing instrument was acknowledged before me, this day of April, 1998, by DIANA R. HERNANDEZ. She is personally known to me or has produced the following type of identification and did did not take an oath.

NOTARY PUBLIC, State of

Print Name Commission No. My Commission Expires:



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OF STOCKHOLDERS AND DIRECTORS OF PRESTO TRAVEL AGENCY, INC.

A special joint meeting of Officers and Directors of PRESTO TRAVEL AGENCY, INC., a Florida Corporation, was held at the office of the corporation, located in Miami, Dade County, Florida on this 3rd day of February, 1997.

DIANA R. HERNANDEZ, presided as Chairman of the meeting and acted as Secretary thereof.

The Chairman called the meeting to order and read the roll call of Stockholders and Directors. The following persons were present in person:

DIANA R. HERNANDEZ

being all of the Directors and Stockholders of the corporation.

A written waiver of notice of the special joint meeting was signed by all of the stockholders and directors and was then presented and read and same was ordered filed and spread at length upon the minutes of the meeting.

The Chairman then stated that the purpose of this meeting was to discuss and ratify the following item of business:

That the following officers and directors of the Corporation would be duly elected:

JORGE MERNANDEZ, President, Secretary, Treasurer and Director.

After discussion and upon motion duly made, seconded and unanimously carried it was,

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Minutes of: PRESTO TRAVEL AGENCY, INC.

Page 2 Date: April ____, 1997

RESOLVED that the following officers and directors of the Corporation are duly elected:

- 1. JORGE HERNANDEZ, as President and Director.
- JORGE HERNANDEZ, as Secretary, Treasurer and Director.

FURTHER RESOLVED, that all actions of the officers, directors and stockholders of the corporation from the date of their last meeting to the present date, be and the same hereby are ratified and confirmed.

There being no further business before the meeting, it was, upon motion duly made, seconded and carried, duly adjourned.

Diana R. HERNANDEZ, Secretary

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CORPORATE RESOLUTION

I, JORGE HERNANDEZ, do hereby certify that I am the duly elected and acting, President of PRESTO TRAVEL AGENCY, INC., a Florida corporation (the "Corporation"), and that I am the keepers of the corporate records and the seal of the corporation.

The following is a true and correct copy of the Resolution adopted at a Special Meeting of the Directors of the corporation held on (), 1998.

That by unanimous consent of all of the Directors, the following Resolution was duly adopted, and that the same has not in any way been modified or rescinded, but is in full force and effect; and that the said Directors of the corporation have duly ratified and affirmed the same in the form hereinafter set forth.

WHEREAS, it is to the best interest of the corporation to file the following fictitious name: MUNDI VACATIONS.

NOW THEREFORE, BE IT RESOLVED that JORGE HERNANDEZ, as duly elected President of PRESTO TRAVEL AGENCY, INC., is hereby authorized and instructed to file and use the above mentioned fictitious name.

IN WITNESS WHEREOF, I have hereunto subscribed my name as Secretary, and affixed the corporate seal of the corporation, this day of ______, 1998.

PRESTO TRAVEL AGENCY, INC., a Florida corporation

BY: JORGE HERNANDEZ, President and Secretary

STATE OF FLORID	•			
COUNTY OF DADE	:SS)		/	
The faregoing in of known to me	or has	acknowledged bef RGE HERNANDEE. produced the	ore me, this He isp	day day ersonally type of
identification.		and	_ qrq qrq	not take
an oath.		#		



NOTARY PUBLIC, State of Florida Print Name Commission No. My Commission Expires:

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OF SPECIAL JOINT HEETING OF DIRECTORS OF PRESTO TRAVEL AGENCY, INC.

We do hereby constitute the Directors of the above named Florida corporation and do hereby waive notice of the special joint meeting of directors of the aforesaid corporation.

Furthermore, we hereby agree that said meeting shall be held at 3 o'clock on march 24, 1998, at the following place:

1607 Ponce de Leon Blvd., Suite 101, Coral Gables, FL 33134

We do hereby affix our names to show our waiver of notice of said meeting.

PRESTO TRAVEL AGENCY, INC. a Florida Corporation

DIANA R. HERNANDEZ, SECRETARY

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