

550386

YOLA BAMBECK ENTERPRISES, INC.
1590 SOUTH ATLANTIC AVENUE
COCOA BEACH, FLORIDA 32931

May 26, 1999

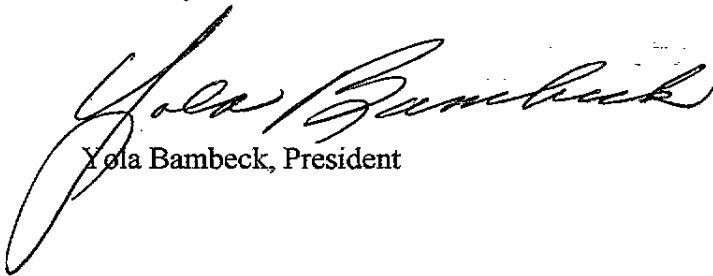
Florida Department of State
Division of Corporations
Corporate Records/Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

FILED
99 JUN -2 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Attached please find Articles of Amendment to Articles of Incorporation for Yola Bambeck Enterprises, Inc. My Federal Tax ID number is 59-1777494. My return address is above and my phone number where I can be reached is 407 783-2339.

Sincerely,


Yola Bambeck, President

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-06/02/99--01005--006
*****35.00 *****35.00

Amend +
N/C

S. PAYNE JUN 9 1999

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99 JUN -2 AM 10:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Yola's World Travel, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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)*

Amendment #1: Article I. Name: Change Name to

Yola Bambeck Enterprises, Inc.

Amendment #2: Article II. Nature of Business:

Delete paragraph 2 which reads: To engage in, conduct, promote, -
advertise and carry on a travel service business, etc. (Delete rest of
paragraph.) All other paragraphs in Article II remain as is. Remainder
of articles remain as is.

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:

THIRD: The date of each amendment's adoption: May 25, 1999

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

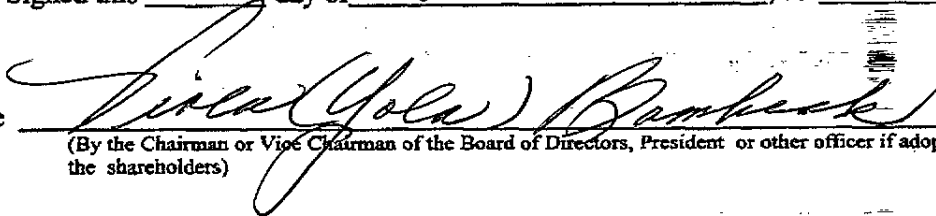
- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled 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 25th day of May, 19 99

Signature


(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)

Yola Bambeck

Typed or printed name

President

Title