

F00000004466

MY TRAVEL

Writer's Direct Dial: 561.266.6137
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September 3, 2002

VIA PRIORITY MAIL

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

400007558494--2
-09/06/02--01011--011
*****35.00 *****35.00

Re: Amendment to Foreign Qualification - F0000000466

Dear Sir or Madam:

Enclosed for filing is the application of World Choice Travel, Inc., a Delaware corporation, to amend its qualification in Florida by changing its name. Also enclosed is a Delaware good standing certificate and our check in the amount of \$35.00.

If you have any questions or require anything further, please call me at the above number. Thank you for your attention to this matter.

Sincerely,

Colleen Bruno

Colleen A. Bruno
Paralegal

Enclosures

*gave authorization
to add date filed in
the home state (N/C)
9/13 JB*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP - 6 PM 3:28

N/C

V SHEPARD SEP 16 2002

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F00000004466

(Document number of corporation (if known))

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP -6 PM 3:28

1. WORLDCHOICETRAVEL.COM, INC.
(Name of corporation as it appears on the records of the Department of State)

2. DELAWARE 3. 8/8/2000
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? August 23, 2002

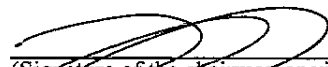
5. WORLD CHOICE TRAVEL, INC.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

6. If the amendment changes the period of duration, indicate new period of duration.

N/A
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A
(New jurisdiction)


(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

PATRICK DOYLE
(Typed or printed name)

AUGUST 23, 2002
(Date)

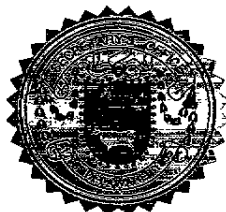
VICE PRESIDENT
(Title)

Delaware

The First State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WORLD CHOICE TRAVEL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF AUGUST, A.D. 2002.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3259199 8300

020534120

AUTHENTICATION: 1951344

DATE: 08-23-02

**Certificate of Amendment
to
Certificate of Incorporation
of
WorldChoiceTravel.com, Inc.**

WorldChoiceTravel.com, Inc., a Delaware corporation (the "Corporation"), hereby certifies as follows:

FIRST: On August 21, 2002, the Board of Directors of the Corporation (the "Board") unanimously approved the following amendment to change the Corporation's name to World Choice Travel, Inc.:

"RESOLVED, that the Corporation's Certificate of Incorporation be amended by changing the FIRST Article thereof to read as follows:

FIRST: The name of the Corporation is World Choice Travel, Inc."

The Board further approved presenting the resolution to the sole stockholder for consideration. On August 21, 2002, the sole stockholder, after duly considering the resolution, approved and adopted the resolution changing the Corporation's name.

SECOND: The above amendment was adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

THIRD: The capital of the Corporation has not been changed in any fashion by such amendment.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be executed, this 21st day of August, 2002.

WorldChoiceTravel.com, Inc.

By 
Robert M. Coffey, Vice President