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December 8, 2000

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Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314

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Re: Dissolution of New Corporation
Name Change for Pre-Existing Corporation

Ladies and Gentlemen:

On behalf of our clients, Unique Reservations, Inc. and Unique Services, Inc., I enclose for your review and further action the following documents:

1. Articles of Amendment to the Articles of Incorporation of Unique Reservations, Inc., a Florida corporation whose Articles of Incorporation were originally filed on August 8, 1995. These Articles of Amendment seek to change the corporation's name from Unique Reservations to Unique Services.

2. Articles of Dissolution being filed on behalf of a new corporation (whose charter was filed on November 27, 2000) bearing the same name, Unique Services, Inc., as the name which Unique Reservations, Inc. intends to adopt.

The new entity was formed at the instruction of the officers of the pre-existing entity. Having effected its activation, however, those same officers determined that new entity would not be needed and that the name attaching thereto should, instead, be used by the pre-existing entity. If the foregoing explanation generates a slight smile, you will not be blamed.

On the basis of the foregoing, we ask that your office file the Articles of Dissolution of Unique Services, Inc. followed by the Articles of Amendment being submitted by Unique Reservations, Inc. To aid you in that task I enclose our firm check in the amount of \$122.50, to cover the associated filing fees and the cost of obtaining a certified copy of each document, as so

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TALLAHASSEE, FLORIDA

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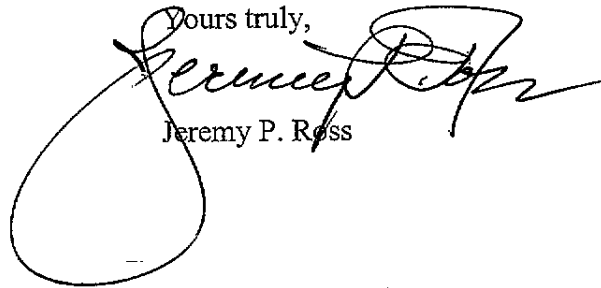
Division of Corporations

December 8, 2000

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filed. Needless to say, if you have any questions concerning this matter, please call me at your convenience.

Yours truly,

A handwritten signature in black ink, appearing to read "Jeremy P. Ross". The signature is stylized with a large, looping initial "J" and a long, sweeping horizontal stroke at the end. It is positioned above the printed name "Jeremy P. Ross".

Jeremy P. Ross

enclosures

cc: Steve DeBroux, President

216795.1

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
UNIQUE RESERVATIONS, INC.

UNIQUE RESERVATIONS, INC., a Florida corporation (the "Corporation") hereby certifies as follows:

1. The Articles of Incorporation of the Corporation are hereby amended by deleting the present form of Article I in its entirety and by substituting, in lieu thereof, the following:

"ARTICLE I - NAME

The name of this corporation shall be UNIQUE SERVICES, INC.

2. The foregoing amendment shall become effective as of the close of business on the date these Articles of Amendment are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the corporation laws of the State of Florida.

3. The amendment recited in Section 1 above has been duly approved by the shareholders of the Corporation in accordance with the provisions of §607.1006, Florida Statutes, and the number of votes cast for the amendment by the shareholders was sufficient for its approval.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be prepared under the signature of its President this 17th day of December 2000.

UNIQUE RESERVATIONS, INC.

By: 
Steve DeBroux, President

**CERTIFICATE EFFECTING CHANGE IN
IDENTITY OF REGISTERED AGENT**

Pursuant to the provisions of Section 607.0502, Florida Statutes, UNIQUE RESERVATIONS, INC., a Florida corporation currently maintaining a Registered Office at 9566 Gulf Shore Drive, Naples, Florida 34108 (and in the process of changing its name to Unique Services, Inc., as noted above), desiring to effect a change in the identity of its registered agent, currently William R. Borbely, and the location of its registered office, hereby designates Jeremy P. Ross, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State, and designates 220 South Franklin Street, Tampa, Florida 33602, the business office of its new Registered Agent, as its Registered Office.

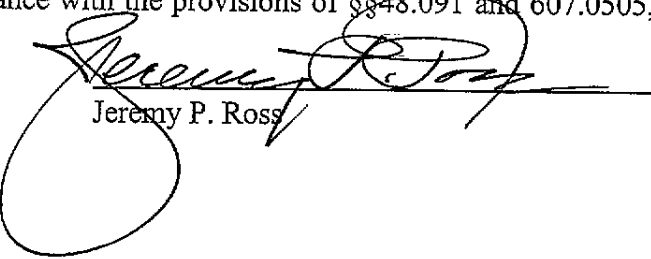
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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

UNIQUE SERVICES, INC.

By 
Steve DeBroux, President

ACKNOWLEDGMENT

I hereby accept my appointment as Registered Agent of the above named corporation, acknowledge that I am familiar with and accept the obligations imposed by Florida law upon that position, and agree to act as such in accordance with the provisions of §§48.091 and 607.0505, Florida Statutes.


Jeremy P. Ross

216293.1