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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Park Place Lavel, Inc.

Walk In

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Certified Copy

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Certificate of Status

Will Wait

Certificate of Good Standing

Photocopy

ARTICLES ONLY

ALL CHARTER DOCS

RUSH

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

Certificate of FICTITIOUS NAME

FICTITIOUS NAME SEARCH

CORP SEARCH

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
88 MAY 21 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ordered By: _____

Date: _____

5-22-98
CC

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
PARK PLACE TRAVEL, INC.

FILED
98 MAY 21 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Corporation, in accordance with the Business Corporation Act and its Bylaws, hereby adopts the following Articles of Amendment:

1. The name of the Corporation is Park Place Travel, Inc.
2. Article IV of this Corporation's Articles of Incorporation is hereby amended in its entirety so as to read, after amendment, as follows:

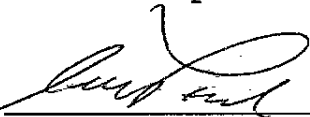
ARTICLE I.
CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of One Cent (\$.01) par value common stock.

3. This Amendment has been adopted by unanimous Written Action of all of the Shareholders and all of the members of the Board of Directors of the Corporation of even date herewith, which vote is sufficient for approval of the adoption of the Amendment.

4. All currently issued and outstanding Class B Non-voting Common Stock shall be canceled and reissued as Class A Voting Common Stock and all currently issued and outstanding Class A Voting Common Stock shall be re-issued as Common Stock.

IN WITNESS WHEREOF, the undersigned have executed and signed these Articles of Amendment on behalf of the Corporation this 12 day of May, 1998.

Park Place Travel, Inc.,
a Florida corporation
By: 
Charles G. Possick
Vice President