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DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE Division of Corporations

September 18, 2007

HERMAN LEYBA LUXURY ESCAPES LLC 600 NE 36TH ST, STE. 1706 MIAMI, FL 33137

SUBJECT: LUXURY ESCAPES LLC

Ref. Number: L06000116849

SECRETARY OF STATIOHS
UNVISION OF 24 PM 1:02

We have received your document for LUXURY ESCAPES LLC and your check(s) totaling \$25.00. However, the document has not been filed and is being retained in this office for the following:

Your entity was administratively dissolved or its certificate of authority was revoked for failure to file the annual report/uniform business report as required by law. To reinstate this entity complete the enclosed application/report form.

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) 245-6043.

Joey Bryan Document Specialist

Letter Number: 307A00054919

ARTICLES OF AMENDMENT

TO

ARTICLES OF ORGANIZATION

OF

LUXURY ESCAPES, LLC

- 1. The name of the Company is Luxury Escapes, LLC
- 2. The Articles of Organization for Luxury Escapes, LLC were filed on December 7, 2006 and assigned document number L06000116849.
- 3. Article I of the Articles of Organization of Luxury Escapes, LLC is hereby amended to read in its entirety as follows:

ARTICLE I - Company Name:

The name of the Company shall be:

LUXURY TRAVEL SERVICES, LLC

4. The foregoing amendment was approved and adopted by the members on July 37, 2007.

IN WITNESS WHEREOF, the undersigned authorized representative of the members have executed the foregoing Amendment to Articles of Organization as of September 1, 2007.

Herman Leyba, Manager

ACTION BY THE MEMBERS OF LUXURY ESCAPES, LLC.

The undersigned, constituting all of the Members of Luxury Escapes, LLC (the "Company"), do hereby consent to and approve the following actions:

RESOLVED, that the Members hereby authorize the Company to change its name from Luxury Escapes, LLC to Luxury Travel Services, LLC;

FURTHER RESOLVED, that the managers of the Company, be and hereby are, authorized, empowered and directed to do all such acts and things and to execute, acknowledge and deliver all such documents as may, in their discretion, be deemed necessary or desirable to carry out and comply with the terms and provisions of these resolutions, including but not limited to, any documents necessary in order to effectuate the above-referenced name change, and all acts and doings of the managers of the Company which are in conformity with the intent and purpose of this action whether heretofore or hereafter taken or done shall be and the same are hereby in all respects ratified, confirmed and approved as acts of the Company.

DATED:

July 3/ , 2007

MEMBERS:

Herman Leyba

Leonardo Pardo