ON OF CORPORAT PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

P.01/03

4:11 PM

(((H97000000991 4)))

TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305) 541-3694

FAX #: (305)541-3770

NAME: GULFSTREAM TRAVEL INCORPORATED

AUDIT NUMBER...... H97000000991 DOC TYPE......BASIC AMENDMENT CERT. OF STATUS..0

PAGES.....

DEL.METHOD.. FAX

CERT. COPIES.....0

EST.CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE PAX AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>: Help F1 Option Menu F2

NUM

Connect: 00:25:1(

Cer 30 on Hude



H97000000991

ARTICLES OF AMENDMENT

TO OF INCORPORATIO

ARTICLES OF INCORPORATION

GULFSTREAM TRAVEL INCORPORATED

Answord to the provisions of wition 607.1006. Startda Maluka, this corporation adopts the following articles of accordance to its articles of incorporation:

FIRST: Amondment (s) adopted: (initial anti-analys) him accorded, alled as citied)

THE FOLLOWING ARTICLE IS HERBBY AMENDED TO READ AS FOLLOWS:

ARTICLE VI BOARD OF DIRECTORS:

THE CORPORATION SHALL HAVE THREE DIRECTORS. THE NUMBER OF DIRECTORS MAY INCREASE. OR DECREASE. PROM TIME TO TIME IN THE MANNER PROVIDED IN THE BY-LAWS OF THE CORPORATION.

THE NAMES AND ADDRESSES OF THE NEW DIRECTORS ARE AS FOLLOWS:

ANTONIO JOSE MARTINEZ MURILLO, PRESIDENT ADDRESS: CALLE PASCUAL Y GENIS, UNIT 20, 4th FLOOR VALENCIA, SPAIN

JAIME MOLINA HERRERA, VICE PRESIDENT ADDRESS: 150 WEST PLAGLER STREET, SUITE 100 MIAMI, FLORIDA 33130

MIGUEL SALAZAR ESTURO, SECRETARY ADDRESS: 150 WEST FLAGLER STREET, SUITE 100 MIAMI, PLORIDA 33130

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:

N/A

THIRD: The date of each amendment's adoption:

December 16, 1996

COSME J. De la Torrierte 155 S.W. ABHARD. Miami, Fl. 33129 (305) BST. 3434 FBN. 19172B

H97000000991 M32449B

1076UFAMA995

H97000000991

FOURTE: Adoption of Amendment(s) (check one)

XX 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 eleberard real be expectedly provided for weak reling green withed to web expensibly an ilse arrandomissibile:

"The number of votes cast for the amendment(s) was/were sufficient for approval by_______."

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 8 day of December, 1996.

Signature

ANTONIO JOSE MERTINEZ MURILLO
TYPED OR PRINTED NAME

PRESIDENT TITLE

Signature

IIGUSA SALAZAR ASTURO

TAPED OR PRINTED NAME

SECRETARY TITLE

H97000000991