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GLOBAL ACCESS TRAVEL SERVICES, INC. DOCUMENT NUMBER M72253

ARTICLES OF AMENDENT FOR NAME CHANGE, CHANGE OF OFFICERS, CHANGE OF DIRECTOR'S AND CHANGE OF REGISTERED AGENT:

1. THE FOLLOWING PROVISIONS OF THE ARTICLES OF INCORPORATION OF GLOBAL ACCESS TRAVEL SERVICES, INC., ORIGINALLY INCORPORATED AS NOVAK INTERNATIONAL INC., A FLORIDA CORPORATION, FILED IN TALLAHASSEE, FLORIDA ON MARCH 10, 1988, BE AND THEY HEREBY ARE AMENDED IN THE FOLLOWING PARTICULARS:

ARTICLE I, BE AND IT HEREBY AMENDE TO READ AS FOLLOWS:

ARTICLE 1 NAME:

THE NAME OF THE CORPORATION SHALL REVERT TO THE ORIGINAL INCORPORATED NAME AS OF THE DATE OF THIS AMENDMENT WHICH IS:

NOVAK INTERNATIONAL INC.

DIRECTORS:

THE DIRECTORS OF THE CORPORATION EFFECTIVE THE DATE OF THIS NOTICE SHALL BE THREE (3) IN NUMBER: DOROTHY NOVAK, 213 CROCKETT RD., MERRITT ISLAND, FL., 32952 HUGH MCFADDEN, 213 CROCKETT RD., MERRITT ISLAND, FL., 32953 LARRY NOVAK, 213 CROCKETT RD., MERRITT ISLAND, FL., 32953

REGISTERED AGENT:

THE REGISTERED AGENT OF THE CORPORATION EFFECTIVE THE DATE OF THIS NOTICE SHALL BE: HUGH J. MCFADDEN, 213 CROCKETT RD, MERRITT ISLAND, FL., 32953

OFFICERS:

THE FOLLOWING SHALL BE THE OFFICERS OF THE CORPORATION EFFECTIVE THE DATE OF THIS NOTICE:

PRESIDENT: DOROTHY NOVAK TREASURER: LARRY NOVAK

SECRETARY/CHIEF OPERATING OFFICER. HUGH MCFADDEN

THE ADDRESS OF THE CORPORATION EFFECTIVE THE DATE OF THIS NOTICE SHALL BE: 213 CROCKETT RD., MERRITT, ISLAND, FL., 32953

THE FOREGOING AMENDMENTS AND NOTICE OF CHANGES TO THE ARTICLES OF INCORPORATION WAS ADOPTED BY THE RIGHTFUL AND LEGITIMATE STOCKHOLDERS AND DIRECTORS OF THE CORPORATION ON THE 1ST DAY OF MAY, 1997

SECRETARY

Hugh J. McFadden

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.

AFFIDAVIT

STATE OF FLORIDA COUNTY OF BREVARD

THE AFFIANT UPON BEING DULY SWORN DEPOSES AND STATES:

MY NAME IS HUGH J MCFADDEN AND I AM THE SECRETARY OF NOVAK INTERNATIONAL INC. (M72253)

GLOBAL ACCESS TRAVEL SERVICES INC. D/B/A HOLLOYWOOD TRAVEL AND TOURS CHANGED ITS NAME BACK TO NOVAK INTERNATIONAL INC.,D/B/A/ HOLLYWOOD TRAVEL AND TOURS ON MAY 1ST, 1997, WHICH WAS THE ORIGINAL NAME OF INCORPORATION FILED ON MARCH 10TH, 1988 WITH THE SECRETARY OF STATE IN TALLAHASSEE, FLORIDA.

NOVAK INTERNATIONAL INC. IS A LISTED AGENCY WITH THE AIRLINE REPORTING CORPORATION (ARC) IN ARLINGTON, VA. AS AN AGENCY UNDER NUMBER 10520904

PURSUANT TO THE RULES AND REGULATIONS OF ARC, A TRAVEL AGENCY NAME CHANGE IS NOT AUTHORIZED UNTIL WRITTEN AUTHORIZATION IS GRANTED BY ARC IN WRITING. TO DATE, AUTHORIZATION HAS NOT BEEN GRANTED BY ARC AND THE REQUEST HAS BEEN WITHDRAWN.

THE ARTICLE OF AMENDMENT TO THE CORPORATION DATED SEPTEMBER 13TH, 1996 CHANGING THE NAME OF THE CORPORATION, REGISTERED AGENT, CORPORATE OFFICERS AND DIRECTORS IS HEREBY RESINDED AND REPLACED WITH THIS AMENDMENT DATED May 1, 1997.

FURTHER AFFIANT SAYS NOT.

HUGH LYMCFADDEN

BEFORE ME A NOTARY PUBLIC IN AND FOR THE STATE OF FLORIDA, AT LARGE APPEARED HUGH J MCFADDEN IN HIS CAPACITY AS SECRETARY OF NOVAK INTERNATIONAL INC., WHO SWORE AND AFFIRMED THAT THE ABOVE AND FOREGOING WAS TRUE AND CORRECT AND EXECUTED THE ABOVE AS HIS ACT AND DEED THIS 28TH DAY OF APRIL, 1997

SECRETARY SECRETARY

STATE OF FLORIDA COUNTY OF BREVARD

BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY APPEARED HUGH J MCFADDEN, AS SECRETARY OF THE ABOVE CORPORATION, TO ME WELL KNOWN, WHO AFTER BEING DULY SWORN DEPOSES AND SAYS THAT THE STATEMENT'S MADE IN THE ABOVE ARTICLES OF AMENDMENTS AND NOTICE OF CHANGES ARE TRUE TO THE BEST OF HIS KNOWLEDGE AND BELIEF.

WITNESS MY HAND AND OFFICIAL SEAL THIS 57H
DAY OF 777 , 19 97

NOTARY PUBLIC

STATE
OF FLOTELOAMY COMMISSION
EXPIRES:

