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HODGSON RUSS ANDREWS WOODS & GOODYEAR LLP

ATTORNEYS AT LAW

2000 Glades Road
Suite 400
Boca Raton, FL 33431-8599
561-394-0500 BOCA RATON
561-736-2177 PALM BEACH
954-764-2440 BROWARD
FAX: 561-394-3862
EMAIL: bocalaw@hodgson-fla.ccmail.compuserve.com

Albany
Boca Raton
Buffalo
New York
Rochester
Mississauga (Toronto)

Susan K. Baumel, P.A.
Lawrence F. Beyer
C.C. Conahan, P.A.
Larry Corman, P.A.
Anthony L. Dutton, P.A.
Richard A. Goetz, P.A.
Michael H. Gora, P.A.
James M. Hankins, P.A.
Paul E. Roman
Thomas E. Sliney, P.A.

James A. Porter, P.A.
Of Counsel

RESIDENT IN NEW YORK
Paul R. Comeau
Mark S. Klein
Stephen M. Newman

June 11, 1997

Secretary of State
Corporate Division
409 East Gaines Street
Tallahassee, Florida 32399

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-06/18/97--01085--004
*****87.50 *****87.50

Dear Corporate Clerk:

Re: INTERNATIONAL GAY TRAVEL ASSOCIATION

Enclosed are the Articles of Amendment to the Articles of Incorporation for the above-referenced Corporation along with check number 1512 in the amount of Eighty-Seven and 50/100 ($87.50) for the appropriate filing fees.

Please direct the certified copy and any questions to the undersigned.

Very truly yours

Tracey A. Testa

Tracey A. Testa
Legal Assistant

JUN 20

97 JUN 18 PM 1:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Enclosures

cc: Richard Thompson

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TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF INTERNATIONAL GAY TRAVEL ASSOCIATION, INC.

Pursuant to the Florida Statutes, the Articles of Incorporation of INTERNATIONAL GAY TRAVEL ASSOCIATION, INC., are hereby amended pursuant to a written consent in lieu of a meeting executed by the holders of all the Corporation's common stock and all the Corporation's Directors on the 15 day of APRIL, 1997, as follows:

1. The name of the Corporation is INTERNATIONAL GAY TRAVEL ASSOCIATION, INC.

2. ARTICLE I is hereby amended to read as follows:

The name of this corporation is INTERNATIONAL GAY & LESBIAN TRAVEL ASSOCIATION, INC.

3. The Amendment was adopted by the Members and Directors on the 15 day of APRIL, 1997.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment to the Articles of Incorporation this 4 day of JUNE, 1997.

John D'Alessandro, President

JOINT CONSENT RESOLUTION
TO CHANGE THE NAME OF THE CORPORATION
TO INTERNATIONAL GAY & LESBIAN TRAVEL ASSOCIATION, INC.

Pursuant to the Florida Statutes, the Board of Directors and Members of INTERNATIONAL GAY TRAVEL ASSOCIATION, INC., hereby take the following action in lieu of meeting therefor, and all statutory or by-law requirements pertaining to the time, manner and place of same are hereby waived:

WHEREAS, the Corporation desires to change the name of the Corporation from INTERNATIONAL GAY TRAVEL ASSOCIATION, INC. to INTERNATIONAL GAY & LESBIAN TRAVEL ASSOCIATION, INC.

NOW, THEREFORE, let it be,

RESOLVED, that the Articles of Incorporation be amended to reflect the name change of the corporation from INTERNATIONAL GAY TRAVEL ASSOCIATION, INC. to INTERNATIONAL GAY & LESBIAN TRAVEL ASSOCIATION, INC.

FURTHER RESOLVED, that the proper Officers of the Corporation be, and they hereby are, authorized and directed to execute all such documents and take all such action as such Officers in their discretion deem necessary or appropriate to carry out the intent and purpose of the foregoing Resolution.

IN WITNESS WHEREOF, the undersigned have executed this Resolution this 4 day of JUNE, 1997.

John D'Alessandro, President