

P000000043275

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BASIC AMENDMENT

TRAVELBRIDGE OF FLORIDA, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 26, 2000

TRAVELBRIDGE OF FLORIDA, INC.
871 E. COMMERCIAL BLVD.
FT LAUDERDALE, FL 33334

SUBJECT: TRAVELBRIDGE OF FLORIDA, INC.
REF: P00000043275

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The word TRAVELBRIDGE in the corporate name is one word not two. Please correct the name.

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) 487-6901.

Susan Payne
Senior Section Administrator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

TRAVELBRIDGE OF FLORIDA, INC.

(Present name)

Pursuant to the provisions of section 607, 1006, Florida statutes,
This corporation adopts the following articles of amendment to its
Articles of incorporation.

FIRST: Amendment(s) adopted: (indicate article number(s) being
Amended or deleted)

ARTICLE VII. OFFICERS

Resolved, that Susan Martin is appointed Assistant Secretary of Travelbridge of
Florida, Inc.

SECOND: If an amendment provides for an exchange, reclassifi-
cation or cancellation of issued shares, provisions for
implementing the amendment if not contained in the amend-
ment itself, are as follows:

THIRD: The date of each amendment's adoption May 10, 2000.

Document prepared by: Robin R. Wadell Secretary

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FOURTH: Adoption of Amendment(s) (CHECK ONE)

 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 statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____".
voting group

 X 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 incorporation without shareholder action and shareholder action was not required.

Signed this 25th day of May, 2000.

Signature 
(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR
(By a director if adopted by the directors)

OR
(By an incorporator if adopted by the incorporators)

ROBIN R. Waddell

Typed or printed name

Director/Secretary

Title

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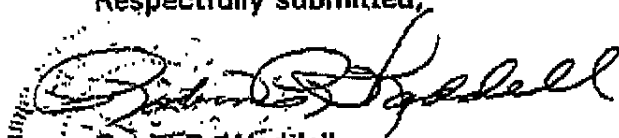
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**SPECIAL MEETING OF THE BOARD OF DIRECTORS
TRAVELBRIDGE OF FLORIDA, INC.**

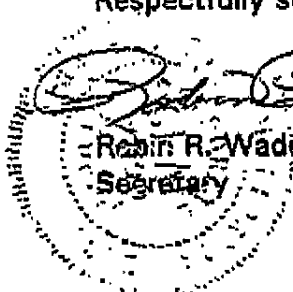
A special meeting of the Board of Directors of Travelbridge of Florida, Inc. was held at 9:30 a.m. on May 10, 2000. Kenneith Lacy and Robin Waddell were present.

Following discussion of corporate functions, Upon motion duly made and seconded, Resolved, that Susan Martin is appointed Assistant Secretary of Travelbridge of Florida, Inc.

Respectfully submitted,



Robin R. Waddell
Secretary



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