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BASIC AMENDMENT

DESTINY TRAVEL MARKETING, INC.

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ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF DESTINY TRAVEL MARKETING, INC. a Florida Corporation

Pursuant to the provisions of Section 607, 1006 of the Florida Business Corporation Activities of Incorporation of Destiny Travel Marketing, Inc., a Florida corporation, (the "Corporation") are hereby amended as follows:

Article I is deleted in its entirety and substituted by the following:

ARTICLE I: NAME

The name of the corporation is: DESTINY OPPORTUNITIES, INC.

The foregoing was adopted by the written consent of the Directors and majority shareholders of the Corporation pursuant to Sections 607.0704 and 607.0821, Florida Statutes as of January 11, 2001. The number of votes east for the amendments by the shareholders were sufficient for approval.

Dated: January 12, 2001

Daniel Touzier, President

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