

MOSHE EDERY, CPA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

P01000011614

April 4, 2002

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*****43.75 *****43.75

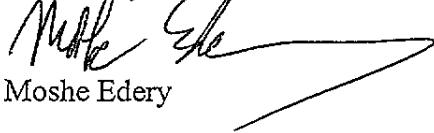
Dear Agent:

Enclosed, please find the articles of amendment to "Sudmer Corp."

Also, the appropriate fees for (1) the amendment of \$35 and (2) for a Certified copy of the corporate status are enclosed, for a total of \$43.75

Should you have any questions, please do not hesitate to call the undersigned.

Very Truly Yours


Moshe Edery

FILED
02 MAY -3 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 23, 2002

MOSHE EDERY, CPA
11921 SOUTH DIXIE HWY, STE 205
MIAMI, FL 33156

SUBJECT: SUDMER CORP.
Ref. Number: P01000011614

We have received your document for SUDMER CORP. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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) 245-6908.

Anna Chesnut
Corporate Specialist

Letter Number: 302A00024217

RECEIVED
02 MAY -3 AM 9:21
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SUDMER, CORP.

Document # P01000011614

FILED
02 MAY -3 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted:

1. Article I is being amended to indicate the new name of the corporation to be " **CTW Travel, Inc.**"
2. Articles VI and IX are being amended to indicate the new President and Sole Director is Serge Ohayon.
3. Article X is being amended to indicate the new Registered Agent to be Serge Ohayon.

SECOND: The date of amendments' adoption is April 4th, 2002

THIRD: Adoption of Amendments

The amendments were approved by the sole shareholder. The number of votes cast for the amendments were sufficient for approval.

Signed this day of April 4th, 2002

Serge Ohayon, President, Director and Sole Shareholder

ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signed this day of April 4th, 2002

Serge Ohayon, Registered agent