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TALLAHASSEE, FLORIDA

2003 OCT -2 PM 2:22

FILED

Amend - H.C.

C. Coulllette OCT 03 2003

ZELLER & ASSOCIATES, L.L.C.

Ronald J. Zeller, Esq.

James J. Cooney, Esq. (1938-2000)

Of Counsel:

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Richard H. Olsen, Esq.

ESPERANTE' BUILDING
222 LAKEVIEW AVENUE, SUITE 260
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E-MAIL: zellerlawfirm@cs.com

September 18, 2003

Division of Corporation
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Dear Secretary of State:

Enclosed please find the original Articles of Amendment to the Articles of Incorporation of A Travel Solutions.com, Inc., amending the corporate name together with a copy of the Written Consent of Action of the Sole Shareholder and Director to accomplish such action. Also, enclosed please find our Trust Account check in the amount of \$35.00 for the filing fee therefor.

Should have any questions, please contact me at the above referenced number.

Very truly yours,



Ronald J. Zeller, Esq.
RJZ:stz
w/Enclosures



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

September 26, 2003

ZELLER & ASSOCIATES, LLC
RONALD J. ZELLER
222 LAKEVIEW AVE., STE. 260
WEST PALM BEACH, FL 33401

SUBJECT: A TRAVEL SOLUTIONS.COM, INC.
Ref. Number: P01000065649

We have received your document for A TRAVEL SOLUTIONS.COM, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 703A00052987

ZELLER & ASSOCIATES, L.L.C.

Ronald J. Zeller, Esq.

James J. Cooney, Esq. (1938-2000)

Of Counsel:

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September 29, 2003

Division of Corporation
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314
Att: Ms. Cheryl Coulliette, Document Specialist

Re: A TRAVEL SOLUTIONS.COM, INC.
Ref. Number: P01000065649

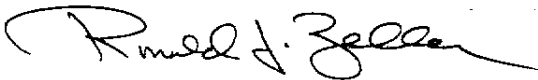
Dear Ms. Coulliette:

Enclosed please find the following documents per your letter of September 26, 2003

1. The original Articles of Amendment to the Articles of Incorporation of A Travel Solutions.com, Inc., amending the corporate name.
2. A copy of the Written Consent of Action of the Sole Shareholder and Director to accomplish such action.

Should have any questions, please contact me at the above referenced number. Thank you for your assistance with this matter.

Very truly yours,



Ronald J. Zeller, Esq.
RJZ:stz
w/Enclosures

RECEIVED
03 OCT -2 AM 8:12
DIVISION OF CORPORATION

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
A TRAVEL SOLUTIONS.COM, INC.**

FILED
2003 OCT -2 PM 2:22
TALLAHASSEE, FLORIDA

1. The name of the Corporation is A Travel Solutions.com, Inc. (the "Corporation").
2. Article I of the Articles of Incorporation of the Corporation is amended to read as follows:

ARTICLE I.

"The name of this corporation shall be Serendipity Gallery of Art, Inc."

3. Article II of the Articles of Incorporation of the Corporation is amended to read as follows:

ARTICLE II.

"This Corporation is organized for the following purposes:

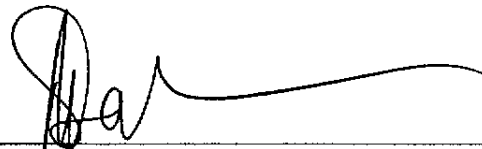
(a) This Corporation may engage or transact in the distribution and sales of unique furnishings, art and antiques and accessories and any or all lawful activities, and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the corporation is organized and any and all acts amendatory thereof and supplemental thereto; and

(b) For the purpose of transacting any or all other lawful business."

4. This Amendment was approved by Written Consent of the Sole Shareholder and Director of the Corporation on September 29, 2003.

IN WITNESS WHEREOF, A Travel Solutions.Com, Inc., has caused these Articles of Amendment to be executed on this 29th day of September, 2003.

A TRAVEL SOLUTIONS.COM, INC.

By: 
Michael Sahakian, President and Secretary,
Sole Director and Shareholder

**WRITTEN CONSENT OF ACTION
BY THE
SOLE DIRECTOR AND SHAREHOLDER
OF
A TRAVEL SOLUTIONS.COM, INC.**

On the date set forth below the Sole Director and Shareholder of A Travel Solutions.com, Inc., took the following action without benefit of meeting:

RESOLVED, that the name of this Corporation shall be amended to read as follows:

"Serendipity Gallery of Art, Inc."

FURTHER RESOLVED, that the purpose of the Corporation be amended to read as follows:

"(a) This Corporation may engage or transact in the distribution and sales of unique furnishings, art and antiques and accessories and any or all lawful activities, and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the corporation is organized and any and all acts amendatory thereof and supplemental thereto; and

(b) For the purpose of transacting any or all other lawful business."

FURTHER RESOLVED, that the officers and sole director of the corporation be, and hereby are, authorized to file the appropriate Amendment to the Articles of Incorporation with the State of Florida, and to take all other actions necessary and proper to effect the changes encompassed thereby.

Dated the 29th day of September, 2003.

By: 
Michael Sahakian, Sole Director and Shareholder