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September 14, 2002

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**Board Certified Real Estate
***Board Certified Business Litigation

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

Re: **Articles of Amendment/BEST CATHOLIC TOURS, INC**
Our File No. 97951.001

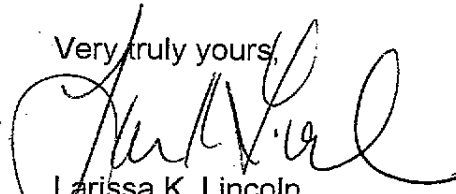
Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Amendment for the above referenced entity. The corporation is amending its name to **BEST CATHOLIC TRAVEL GROUP, INC.**

A check in the amount of \$65.00 is enclosed in payment of the cost of filing and certified copy of the amendment.

Your assistance in this matter is greatly appreciated.

Very truly yours,


Larissa K. Lincoln
Legal Assistant

secamBESCTATHLTR
enclosures

cc: Susan Ives via facsimile 561/479-2611
Karen Taylor via facsimile 312/565-9366
Blaine Dickenson

LARISSA LINCOLN
AS FORGIVEN BY PERSON TO
CORRECT ADD TITLE
DATE 05 10/2/02
BOS 11/2

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

712 U.S. HIGHWAY ONE • SUITE 400 • P.O. BOX 13146 • NORTH PALM BEACH, FLORIDA 33408-7146
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FILED

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
BEST CATHOLIC TOURS, INC.**

02 SEP 23 PM 3:02

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

1. The following provisions of the Articles of Incorporation of BEST CATHOLIC TOURS, INC., a Florida corporation, filed in Tallahassee, Florida, be and they hereby are amended in the following particulars:

A) Article I be and it hereby is amended to read as follows:

The name of the Corporation shall be:

BEST CATHOLIC TRAVEL GROUP, INC.

2. All remaining provisions of the original Articles of Incorporation shall remain unchanged.

3. The foregoing amendments were adopted by the Directors and Shareholders of the corporation on September 3, 2002.

IN WITNESS WHEREOF, the corporation acting through its duly authorized officer has executed these Articles of Amendment this 10 day of September, 2002.


SUSAN IVES
PRESIDENT/DIRECTOR