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GENESIS TRAVEL BENEFITS 2, INC. 815 S. Oregon Ave Tampa, FL 33606 813 843-6507

November 7, 2005

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

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Gentlemen:

Enclosed is the amendment changing the name of Genesis Travel Benefits 2, Inc. to Partners 322, Inc.

Also enclosed is a check to cover the filing fee and certified copies of the amendment.

Thank You, 2

William C. Knopke, II Chairman, CEO

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ARTICLES OF AMENDMENT TO **ARTICLES OF INCORPORATION OF GENESIS TRAVEL BENEFITS 2, INC.**

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: Amendment adopted:

Articles I is amended as follows:

The name of the corporation is changed from GENESIS TRAVEL NAME: BENEFITS 2, INC. to PARTNERS 322, INC.

SECOND.	If an amondment provides for an avalance realization	SE	05	
cancellation of	If an amendment provides for an exchange, reclassification d issued shares, provisions for implementing the amendment if	+ CRET	NON	T
contained in the	e amendment itself, are as follows:	ARY	р	E
Not applicable.		EFL	AM	Ū
		LOST	ŝ	

THIRD: November 4, 2005 The date of amendment adoption:

FOURTH: Adoption of Amendment

> X The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

ET Z

- The amendment was approved by the shareholders through voting groups.
- The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment was adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 4th day of November 2005.

Signature

William C. Knopke, II Chairman of the Board of Directors