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Amend

05/07/10--01032--006 **35.00

RECEIVED
10 MAY -7 AM 11:41
TALAHASSEE, FLORIDA

FILED
2010 MAY -7 PM 2:57
SECRETARY OF STATE
TALAHASSEE, FLORIDA

DR
5/7/10

LAZARUS

CORPORATE FILING SERVICE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. CRUISEPORT DESTINATIONS INC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☒ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CRUISEPORT DESTINATIONS INC

FILED
2810 MAY -7 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

ARTICLE II PRINCIPAL OFFICE

Principal place of business:

Delete: 3935 NW 26 St
Miami, FL 33142

Add: 3656 SW 22 St
Miami, FL 33145

Mailing address:

Delete: 3935 NW 26 St
Miami, FL 33142

Add: 3656 SW 22 St
Miami, FL 33145

ARTICLE VI- DIRECTOR(S)

Delete: Masdeu, Steven T, VP
3935 NW 26 St
Miami, FL 33142

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 05/04/10

FOURTH: Adoption of Amendment(s) (check one)

☒ The amendment(s) was/were approved by the shareholders. The numbers of votes cast of the amendments was/were sufficient for approval.

___ The amendment(s) was/were approved by the shareholders through voting groups.

*The following statement must be separately provided for each
Voting group entitled to vote separately on the amendment(s):*

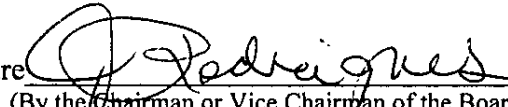
"The number of votes cast for the amendment(s) was/were sufficient for
approval by _____"

___ The amendment(s) was/were adopted by the board of directors without shareholder action and
shareholder action was not required.

___ The amendment(s) was/were adopted by the incorporators without shareholder action.

Signed this 4th day of May, 2010

Signature



(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

JEANNETTE M RODRIGUES

Typed or Printed Name

PRESIDENT

Title