



THE UNITED STATES
CORPORATION
COMPANY

P08909

ACCOUNT NO. : 072100000032

REFERENCE : 273625 4731897

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia P. Pitt

FILED
97 FEB 27 PM 2:06
TALLAHASSEE, FLORIDA

ORDER DATE : February 26, 1997

ORDER TIME : 9:46 AM

ORDER NO. : 273625-015

600002039886--2

CUSTOMER NO: 4731897

CUSTOMER: Jody L. Squires, Legal Asst
Quarles & Brady
Suite 400
One East Camelback Road
Phoenix, AZ 850121649

FOREIGN FILINGS

NAME: CANADIAN HOLIDAYS (USA), INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

N. HENDRICKS FEB 27 1997

PROFIT CORPORATION

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I

(1-3 must be completed)

1. CANADIAN HOLIDAYS (USA), INC.
Name of corporation as it appears on the records of the Department of State
2. Delaware
Incorporated under laws of
3. 01/31/86
Date authorized to do business in Florida

SECTION II

(4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? August 28, 1996
5. WORLD OF VACATIONS (USA), INC.
Name of corporation after the amendment, adding suffix "corporation," "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
N/A
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
N/A
New Jurisdiction


Signature

Dennis Lepholtz

Typed or printed name

January 17, 1997

Date

Vice President

Title

Office of the Secretary of State

T. EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CANADIAN HOLIDAYS (USA), INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "WORLD OF VACATIONS (USA), INC.", THE TWENTY-EIGHTH DAY OF AUGUST, A.D. 1996, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



Edward J. Freel

Edward J. Freel, Secretary of State

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971063924

AUTHENTICATION:

8348641

DATE:

02-26-97