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The Thrifty Traveler, Inc.

publishers of the ThriftyTraveling.com newsletter and website

P.O. Box 8168 • Clearwater, Florida 33758; U.S.A.

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April 7, 2002

Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

000005390250--8
-04/30/02--01027--003
*****52.50 *****52.50

RE: Corporate Name and Address Change

Dear Amendment Section:

Enclosed is an original and a photocopy of our Articles of Amendment; plus a \$35 filing fee, an \$8.75 certified copy fee, and an \$8.75 certificate of status fee (totaling \$52.50). Please use the photocopy for the certified copy and return it to us, along with a certificate of status, to: 1850 Dawn Drive; Clearwater, FL 33763. Thank you.

Sincerely,

Mary Van Meer

Mary VanMeer
President

FILED
02 APR 30 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Amend NC
T. Lewis 5/7/02*

FILED

02 APR 30 PM 3: 54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

The Thrifty Traveler, Inc.

(present name)

(Document Number of Corporation (If known))

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(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article One of the Articles of Incorporation is being amended regarding the NAME and STREET ADDRESS of the corporation. The name is being changed from "The Thrifty Traveler, Inc." to:

ThriftyTraveling.com, Inc.

The street address is being changed from: 3054 Prestige Drive; Clearwater, Florida 34619, to:

1850 Dawn Drive; Clearwater, Florida 33763

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:

n/a

Articles of Amendment to Articles of Incorporation of The Thrifty Traveler, Inc.
Page Two

THIRD: The date of each amendment's adoption: April 7, 2002

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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 _____."
(voting group)
- 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 and shareholder action was not required.

Signed this 7th day of April, 2002

Signature _____

Mary Van Meer
(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)

Mary VanMeer

(Typed or printed name)

President, CEO, and Incorporator

(Title)