

May 1999
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Division of Corporations

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Florida Department of State
Division of Corporations
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To:
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Fax Number : (850)922-4000

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
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BASIC AMENDMENT

SUXESS MARKETING AND TRAVEL, INC.

Certificate of Status	0
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Page Count	02
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Amendment & NAME CHANGE

6-1-99

DC

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ARTICLES OF AMENDMENT

Article I. Name

The name of this Florida corporation is Suxess Marketing and Travel, Inc.

Article II. Amendment

The Articles of Incorporation of the Corporation are amended so that the name of the Corporation is changed from Suxess Marketing and Travel, Inc. to Cap Travel, Inc., and the Corporation's mailing address is changed to 6525 Collins Avenue, Miami Beach, FL 33141.

Article III. Date Amendment Adopted

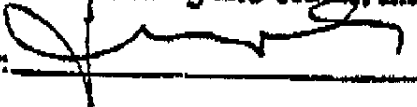
The amendment set forth in these Articles of Amendment was adopted on the date shown below.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

The undersigned executed this document on the date shown below.

Suxess Marketing and Travel, Inc.

By:  _____

Name: George Macropulos

Title: President

Date: 5/28/99

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Corporate Creations International Inc.
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