

P9 5000027269

Julio C. Alonso

100 N.W. DOUGLAS ROAD (37th AVENUE)
SUITE 500
Miami, Florida 33125
Telephone (305) 649-7600
Facsimile (305) 649-7670

December 30, 1996

Division of Corporation
P.O. Box 6327
Tallahassee, Fl. 32314

RE: Articles of Amendment
Melia (America), Inc.

800002043948--7
-01/03/97--01024--003
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed you will original Articles of Amendment and our check
numbered 1816 in the sum of \$35.00 for filing said articles, on
the above captioned corporation.

Should you have any questions do not hesitate to contact the
undersigned.

Sincerely,

Julio C. Alonso
Julio C. Alonso, Esq.

JCA/nbg
Enc.

FILED
97 JAN -2 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/C
1000
1-10

ARTICLES OF AMENDMENT
OF
MELIA (AMERICA) INC.

ARTICLE I of the Articles of Incorporation of MELIA (AMERICA) INC., a Florida Corporation which was filed on April 6, 1995 is hereby amended to read as follows:

ARTICLE I

The name of this Corporation shall be: MELIA TRAVEL INTERNATIONAL, INC.

The foregoing amendment was adopted by the Shareholders of this Corporation on December 23, 1996.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment on December 23, 1996.

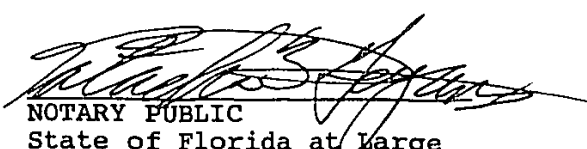

ADRIAN T. GILBERT, President

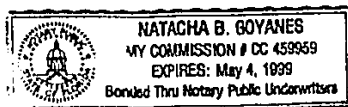

RENE DAGO, Secretary

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority personally appeared Adrian T. Gilbert as President and Rene Dago, as Secretary, known to me to be the persons who executed the foregoing Articles of Amendment and they acknowledge before me that they executed those Articles of Amendment for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on December 23, 1996.


NOTARY PUBLIC
State of Florida at Large



97 JAN -2 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA