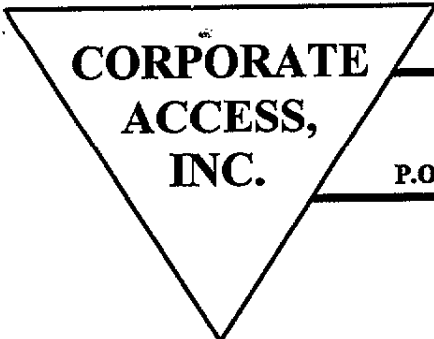


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236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP 10/27/99/1:00

99 OCT 27 AM 8:47 FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA

CERTIFIED COPY

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FILING Amendment

1.) Realm Production and Entertainment, Inc. (CORPORATE NAME & DOCUMENT #)

2.) (CORPORATE NAME & DOCUMENT #)

200003025872-5 -10/27/99--01010--007 \*\*\*\*\*35.00 \*\*\*\*\*35.00

3.) (CORPORATE NAME & DOCUMENT #)

4.) (CORPORATE NAME & DOCUMENT #)

5.) (CORPORATE NAME & DOCUMENT #)

Amend + N.C. G. COULLETTE OCT 27 1999

SPECIAL INSTRUCTIONS

RECEIVED 99 OCT 27 AM 9:23 DEPARTMENT OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
REALM PRODUCTION AND ENTERTAINMENT, INC.**

*Pursuant to the provisions of section 607.1006, Florida Statutes, Realm Production and Entertainment, Inc. (a Florida profit corporation) adopts the following articles of amendment to its articles of incorporation:*

FIRST: Amendments adopted:

A. Article I is amended to read in its entirety as follows:

**ARTICLE I  
CORPORATE NAME**

The name of this Corporation is tvtravel.com, Inc.

B. Article II is amended to read in its entirety as follows:

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of this Corporation is as follows:

428 West Sixth Avenue  
Vancouver, BC V5Y1L2

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

THIRD: The date of each amendment's adoption: October 26, 1999.

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.

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TALLAHASSEE, FLORIDA

- 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 26th day of October, 1999.

Signature *Steven Adelstein* President  
(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)

Steven Adelstein

Typed or printed name

President and Sole Director

Title