P95000045176

- Netfan, Inc 7760 SW 88th A - Miami, fl 33156 City/State/Zip Phone #

Office Use Only

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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742 Joseph - 15 July - 17	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

i Cari Serigio Sir	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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OTHER FILINGS
Annual Report
Fictitious Name
Name Reservation

REGISTRATION/ QUALIFICATION
Foreign
Limited Partnership
Reinstatement
 Trademark
Other

N.C.
3-10-98

Examiner's Initials



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 26, 1998

NET FUN, INC. 7760 S.W. 88TH STREET MIAMI, FL 33156

SUBJECT: NET FUN, INC. Ref. Number: P95000045176

We have received your document for NET FUN, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

Please specify which article number you are amending, adding, or deleting.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6903.

Cheryl Coulliette Document Specialist

Letter Number: 298A00010928

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

SECRETARY OF STATION

,	Net	Fun, Inc	: <u>i</u> .	
		(present name)		

Pursuant to the provisions of section 60".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 1 Name shall be:

Upper Deck Cruises Inc

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:

THIRD:	The date of each amendment's adoption: January 31, 1998
	I: 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"
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
Þ	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signature	Signed this
	(By the Chairman of 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 (D)
	(By an incorporator if adopted by the incorporators)
	GORDON MERRITT
	Typed or printed name
	Incorporator Title
	THE