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TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 332676 141644A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 16, 1997

ORDER TIME : 10:32 AM

ORDER NO. : 332676-005

CUSTOMER NO: 141644A

CUSTOMER: Jennifer West, Esq
Interval International, Inc.
Penthouse 1
6262 Sunset Drive
Miami, FL 33143

name
Change
Amend
600002144866--1
-04/16/97--01029--016
*****87.50 *****87.50

DOMESTIC AMENDMENT FILING

NAME: TENSTAR CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

 RESTATED ARTICLES OF INCORPORATION

4/18/97
1004
1004
1004
Acknowledgment
W.P. Verifier

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

 PLAIN STAMPED COPY

 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS:

RECEIVED
97 APR 16 PM 11:44
DIVISION OF CORPORATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
TENSTAR CORPORATION

FILED
97 APR 16 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, Tenstar Corporation (the "Corporation") adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I

The name of the Corporation is Tenstar Corporation.

ARTICLE II

The following amendment was proposed by the Board of Directors of the Corporation on April 9, 1997:

NOW, THEREFORE, BE IT RESOLVED that Article I of the Articles of Incorporation of the Corporation be deleted in its entirety and replaced with the following new Article I:

ARTICLE I - NAME

The name of the Corporation is: **Interval Resort & Financial Services, Inc.**

ARTICLE III

The Sole Shareholder approved of the foregoing amendment by written consent and, therefore, the number of votes cast was sufficient for approval.

DATED this 9th day of April, 1997.

TENSTAR CORPORATION

By:

Craig M. Nash
Craig M. Nash, President

Attest:

Jeanette E. Marbert
Jeanette E. Marbert, Secretary