

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Worldwide Condo
Connections, Inc.

FILED
97 OCT 21 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Art of Inc. File _____

LTD Partnership File 500002325515--6
10/21/97--01037--035

Foreign Corp. File *****35.00 *****35.00

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

✓ Art. of Amend. File Photo

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

Signature _____

Requested by: WD

Name _____

Date 10/21/97

Time 11:00

Walk-In _____

Will Pick Up _____

DIVISION OF CORPORATIONS

97 OCT 21 AM 11:24

NOTED

ARTICLES OF AMENDMENT

WORLDWIDE CONDO CONNECTIONS, INC.

The following provisions of the Articles of Incorporation of WORLDWIDE CONDO CONNECTIONS, INC., a Florida Corporation filed in Tallahassee, Florida on March 19, 1997, be and they hereby are amended in the following particulars:

Article I, be and is hereby amended to read as follows:

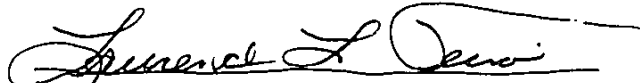
ARTICLE I. CORPORATE NAME.

The name of this corporation is AAA VACATION GUIDE, INC.

The foregoing amendment was adopted by unanimous consent of the Stockholders and Directors of the Corporation on the 1st day of October, 1997.

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SECRETARY OF STATE

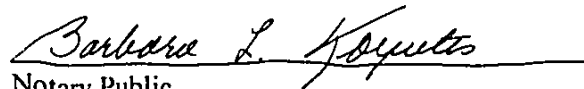
WORLDWIDE CONDO CONNECTIONS, INC.


Lawrence L. Reina
President and Secretary

STATE OF FLORIDA
COUNTY OF Pinellas

BEFORE ME, the undersigned authority, personally appeared Lawrence L. Reina, known to me to be the person who executed the foregoing Articles of Amendment and he acknowledged before me that he executed such instrument for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 15th day of October, 1997.


Notary Public

My commission expires



CERTIFICATE OF AMENDMENT OF BYLAWS

OF

WORLDWIDE CONDO CONNECTIONS, INC.

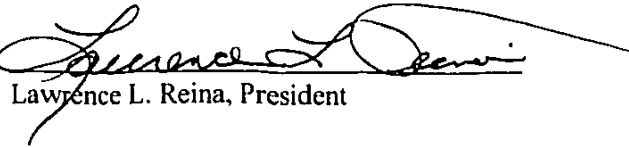
The undersigned, as President of WORLDWIDE CONDO CONNECTIONS, INC., a Florida Corporation, does hereby certify that the following amendment to the Bylaws of the Corporation was duly adopted at a meeting of the Stockholders and Directors held on the 1st day of October, 1997, by unanimous written consent of the Stockholders and Directors as authorized by the Florida General Corporation Act.

RESOLVED as follows:

The Bylaws of the Corporation be amended to change the corporate name of WORLDWIDE CONDO CONNECTIONS, INC. to the corporate name of AAA VACATION GUIDE, INC., as adopted by Articles of Amendment.

Dated: Oct-15-97

WORLDWIDE CONDO CONNECTIONS, INC.

By 
Lawrence L. Reina, President

(Corporate Seal)