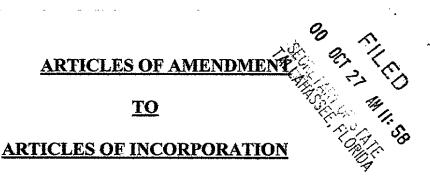
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Annual Report Fictitious Name Name Reservation	REGISTRATIF CHEALTH ATREATIC Foreign Limited Partners Reinstatement Trademark Other				00.007.27	

CR2E031(9/92)



<u>OF</u>

MANOX CORPORATION

Pursuant to the provisions of section 607.1006, 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 I:

CHANGED THE CORPORATION NAME:

THE NEW NAME OF THE CORPORATION WILL BE:

BE HAPPY TOURS CORPORATION.

SECOND: If an amendment provides for an exchange, reclassification on 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: OCTOBER 18, 2000

OURTH: 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.			

		ng statement must be separately provided for each voting group entitled to ely on the amendment (s)		
	The	number of votes cast for the amendment (s) was/were sufficient for approval by		
		(Voting group)		
		ment (s) was/were adopted by the board of directors without shareholders hareholder action was not required.		
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required			
Si	igned this			
	Signature	(By the 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)		
		CARLOS BUENO		
		Typed or printed name PRESIDENT		
		Title		