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BRODIE & PAWLUC

C O U N S E L L O R S A T L A W  
LAWRENCE P. BRODIE SONIA M. PAWLUC

FILED  
97 OCT 14 PM 1:48  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

October 10, 1997

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-10/14/97--01005--004  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: Articles of Amendment to Articles of Incorporation  
FIVE TOURS, INC.

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Amendment to Articles of Incorporation of FIVE TOURS, INC., and a check in the amount of \$87.50 (\$35.00-filing fee, and \$52.50-certified copy). Upon filing, please return a certified copy of the Articles of Amendment to Articles of Incorporation.

From: Brodie & Pawluc  
Post Office Box 2690  
Stuart, FL 34995  
Telephone: (561) 221-0110

Thank you in advance for your attention to this matter.

Sincerely yours,

*Sonia M. Pawluc*

Sonia M. Pawluc

SMP/rlb  
Enclosures

VS OCT 20 1997

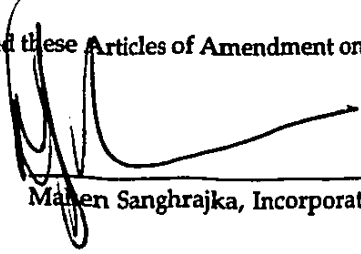
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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
FIVE TOURS, INC.

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1. The name of this Corporation is FIVE TOURS, INC. (the "Corporation").
2. Paragraph 1 of the Articles of Incorporation of the Corporation is amended to read as follows:
  1. The name of this corporation is BIG FIVE TOURS AND EXPEDITIONS, INC. (the "Corporation").
3. This Amendment was adopted by the sole incorporator of the Corporation on the 10th day of October, 1997, before the issuance of any shares, and therefore shareholder action was not required.

The undersigned Incorporator has executed these Articles of Amendment on October 10, 1997.

  
Mahen Sanghrajka, Incorporator