

P97000001461

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(Address)

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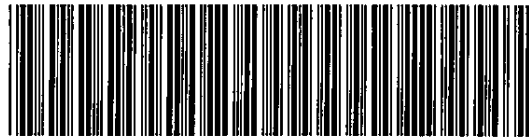
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Roberts MAY 29 2007

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: BAC TRAVEL & TOURS, INC.

DOCUMENT NUMBER: P97000001461

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

SERGIO
(Name of Contact Person)

BAC
(Firm/ Company)

8347 SW 40th
(Address)

MIAMI FL 33155
(City/ State and Zip Code)

For further information concerning this matter, please call:

SERGIO MASSA at (305) 220-3420
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
BAC TRAVEL & TOURS, INC.
(Charter# P97000001461)

Pursuant to the provisions of section 607.1006, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

AMENDMENT ADOPTED TO ARTICLE IV:

The names and street addresses of the Directors are as follows.
Please remove all other names:

NAME	ADDRESS
Flor Massa President, Secretary	19108 SW 80 th Ct. Miami, FL 33157
Sergio Massa Vice President	19108 SW 80 th Ct. Miami, FL 33157

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

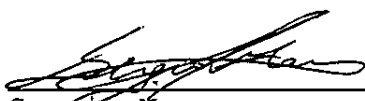
THE DATE OF THE ADOPTION OF THIS AMENDMENT IS: May 9th, 2007.

THE AMENDMENT WAS APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES
CAST FOR THE AMENDMENT WAS SUFFICIENT FOR APPROVAL.

Signed this May 9th, 2007.

BAC TRAVEL & TOURS, INC.

By


Sergio Massa
President