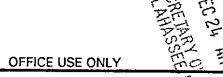
	AMERL	LAWYER®
(Reques	tor's Name)

343 Almeria Avenue

CORAL GABLES, FL 33134 – (305) 445-2700

(City, State, Zip)

(Phone #)



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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

	1. NEXTRAVEL	- INC		P97000054786	• •	*-	
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OTHER FILINGS		
	Annual Report	
	Fictitious Name	
	Name Reservation	

REGISTRATION/ QUALIFICATION
Foreign
Limited Partnership
Reinstatement
 Trademark
Other

Merger

Examiner's Initials

CR2E031(10/92)

Other

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

NEXTRAVEL, INC.



Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST:

Article 5 of the Articles of Incorporation provides:

President:

Maria E. Tarbes

Secretary:

Ignacio Melero

Treasurer:

Andrew J. Kohlhofer

SECOND:

Article 5 shall be amended to state:

President:

Maria E. Tarbes

Secretary:

Maria E. Tarbes

Treasurer:

Maria E. Tarbes

whose addresses shall be the same as the principal address of the Corporation.

THIRD: Article 6 of the Articles of Incorporation states Director(s) as:

Maria E. Tarbes Ignacio Melero Andrew J. Kohlhofer

FOURTH: The Director(s) of the Corporation shall be changed to:

Maria E. Tarbes

whose addresses shall be the same as the principal address of the Corporation.

FIFTH: The date of the adoption of this amendment is the 18 December 1997.

SIXTH: The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 18 December 1997.

Maria E. Tarbes, Chairman of the Board of Directors

ARTAMEND.PRES

