P97000089878

Paragon Tours and Travel, Inc.

640 West Hallandale Beach Blvd. Hallandale, FL 33009 954-454-1943 ON THE PORT OF STATES.

December 19, 1997

Division of Corporations 409 East Gaines Street Tallahassee, FL 32399 Attn: Amendments

To Whom It May Concern:

Enclosed is the original Amendments to the Articles of Incorporation for Paragon Tours and Travel, Inc. and a check in the amount of \$35 for the filing of the amendments. I am applying for licensing that requires these amendments. Time is of the essence and would appreciate an expeditious filing. If you have any questions, please call me at 954-454-1943. Thank you for your assistance, it is appreciated!

Happy Holidays,

Lucretia LaBozzetta

VS JAN 6 1998

Amend

Articles of Amendment Of Paragon Tours and Travel, Inc.

The Articles of Incorporation, which was filed on October 20, 1997, is hereby amended to read as follows:

Article Five

The registered office of the Corporation shall be:

640 W. Hallandale Beach Blvd. Hallandale, FL 33009

The following Article Nine, entitled Directors and Officers, is hereby added to and shall be incorporated in the Articles of Incorporation:

Article Nine Officers and Directors

The following individual shall be the Director of the Corporation:

Lucretia LaBozzetta

The Officers of the Corporation are:

President:

Lucretia LaBozzetta

Secretary:

Lucretia LaBozzetta

The foregoing amendment was adopted by the shareholders of this corporation on the 19th day of December, 1997.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 19th day of December, 1997.

Lucretia LaBozzetta

President

Lucretia LaBozzetta

Secretary

STATE OF FLORIDA COUNTY OF Brown A P.

BEFORE ME, the undersigned authority, personally appeared Lucretia LaBozzetta who produced a Florida Drivers License, executed the foregoing Articles of Amendment and Acknowledged before me that she executed those Articles of Amendment for the purpose therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 22 day of

December, 1997

ALBERT J BREES My Commission CC376038 Expires May. 30, 1998 Bonded by HAI 800-422-1555

My Commission Expires:

Notary Public, State of Florida