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NEW FILINGS	AMENDMEN	TS			-
Profit	Amendment		90000	1290896 /18/990107	9E
NonProfit	Resignation of R.A., Officer/Director				0002 ₩**35.00
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OTHER FILINGS
 Annual Report
Fictitious Name
Name Reservation

REGISTRATION/ QUALIFICATION
Foreign
Limited Partnership
Reinstatement
 Trademark
Other

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Examiner's Initials

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

VACAtions Unlimited International, INC. (present name)

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)

THE NAME IS BEING CHANGED to:

VACATION Resales International, INC

4109 S. Orange Blossom Trail Orlando, FL 32839

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

99 JUN 18 AM II: 00

THIRD: The date of each amendment's adoption: June 17,

FOURTH: 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.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by	
voting group	<u> 2 </u>
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.	-
Signed this 17th day of Fune , 19 99	
Signature (By the Chairman or Vice 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)	
- Parada and producty the incorporations	
Robert T. Schroth Typed or printed name	ni Resp
President / Incorporator	- <u>-</u>