

To whom this may concern,
PA8000002305

Please find enclosed a check in the amount of \$35
for the corporate name change of Cruise Fan-atics to
The Cruise Place Inc. (Payable to Dept. of State.)

Phone # 360-3097

Address: 5800 Gulf Blvd.
Suite 223
St. Petersburg Beach, FL.
33706

800002458228--2
-03/16/98--01079--019
*****35.00 *****35.00

Name: Chris Picciurro

APPROVED
AND
FILED
98 MAR 16 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

M
PA8000002305
388
NC
3-1-98

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Cruise Fan - Atics 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)

Article 1 (Name) Amended to:

The Cruise Place Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAR 16 PM 1:32

APPROVED
AND
FILED

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:

THIRD: The date of each amendment's adoption: 3-13-98

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."

- 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 day 13th of March, 19 98

Signature X Christopher Picciurro
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Christopher Picciurro
Typed or printed name

President / Inc
Title

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 APR 16 PM 1:32

APPROVED
AND
FILED