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e-mail: USA-Escape-Tours@Worldnet.att.net

P98000017041

Date: June 23, 1998
From: USA ESCAPE TOURS
IATA/ARC 10-653926

To: DIVISION OF CORPORATIONS, STATE OF FLORIDA
Attn: REGISTRATION DEPARTMENT

Dear Sirs

300002600153--4
-07/28/98--01013--007
*****35.00 *****35.00

Please, post and register this new corporate resolution herein. Though is a matter of extremely urgency and fax the registration to 305-374-4024 tomorrow, Friday 24th if possible. I can be reached at 305-374-5008 Ext. 206 if any questions.

We appreciate your help and attention to this matter,

Sincerely,

Heron Milan

Treasurer

FILED
98 JUL 27 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Plaza Building Suite 326 - 245 S.E. 1st Street - Miami, FL33131
Tel.: (305) 374-5008 Fax : (305) 374-4024
Rua Visconde Rio Branco No.305 Sala 1202, Niteroi, Rio de Janeiro 24030-000.
Phone: (021) 717-9818- TeleFax: (021) 621-6998

Amend
NFS

7-27-98

FILED

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

98 JUL 27 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

U.S.A. Escape Towns 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)

Add as New Article, # VI

Officers:

- | | |
|--------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|
| - <u>President:</u> Conrado Guzman
1700 Cathedral Pl.
Margate - FL 33063 | - <u>Secretary:</u>
Carlos Wuerges
555 NE 15th Street
279
Miami, FL 33132 |
| - <u>Treasurer:</u> Heron Milan
6130 NW 19th Street
Margate - FL 33063 | |
| - <u>Vice-Pres:</u> Louis Milan
6130 NW 19th Street
Margate - FL 33063 | |

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:

N/A

THIRD: The date of each amendment's adoption: 07/23/98

FOURTH: Adoption of Amendment(s) (CHECK ONE)

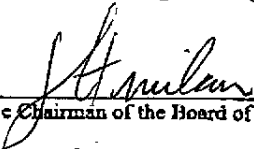
- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled 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 24 day of July, 19 98

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)

Louis Milan

Typed or printed name

Incorporator

Title