CAPITAL CONNECTION, INC.

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417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Articles of Amendment to Articles of Incorporation

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

of TRAVEL ADVANTAGE, INC.

These Articles of Amendment to the articles of incorporation of Travel Advantage, Inc. are filed pursuant to Florida Statutes, Section 607.1006 and this Florida corporation for profit adopts following amendment:

FIRST:

ARTICLE I

NAME: The name of the corporation is hereby changed from "Travel Advantage, Inc." to "TRAVEL INSIDER, INC."

SECOND:

This amendment to the articles of incorporation was adopted on March 23, 1998.

THIRD:

This amendment to the articles of incorporation was adopted by unanimous written consent of the directors and Shareholders of the Corporation.

IN WITNESS WHEREOF we have hereunto subscribed our names this 23rd day of March, 1998.

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Howard F. Ullman, Chairman

∨Attest

Howard F. Ulman, Secretary