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McDONALD, FLEMING, MOORHEAD, FERGUSON, GREEN & SMITH

ATTORNEYS AT LAW
4300 Bayou Boulevard, Suite 13
Pensacola, Florida 32503
A Partnership of Professional Associations

J. D. SMITH
BOARD CERTIFIED
BUSINESS LITIGATION

E-mail: Jdsmith@n-a.net
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Fax: (850) 479-1128

October 11, 1999

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
409 East Gaines Street
Tallahassee, Florida 32399

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-10/13/99--01052--005
*****43.75 *****43.75

RE: **Amendment to Articles of Incorporation of
Premier Airport Shuttle Service, Inc.**
Our File No. C22-00376

Gentlemen:

Enclosed herewith please find executed original and copy of Articles of Amendment to Articles of Incorporation with respect to **Premier Airport Shuttle Service, Inc.**

Also enclosed please find our check in the amount of \$61.25 in payment of the following fees:

Filing Fee	NC	35.00
Certified Copy	10-26-99	8.75
	BAS	
TOTAL		\$43.75

Please file the Amendment to Articles of Incorporation and return to the undersigned a certified copy of same. Thank you for your assistance in this matter.

Very truly yours,


J. D. Smith
For the Firm

JDS/slw
Enclosures
cc: Donald Culver
F:\MyFiles\Users\Slw\C00376\DOS.Articles of Amendment.wpd

FILED
99 OCT 13 AM 9:18
TALLAHASSEE, FLORIDA

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October 20, 1999

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
409 East Gaines Street
Tallahassee, Florida 32399

Attn: Thelma Lewis

RE: **Amendment to Articles of Incorporation of
Premier Airport Shuttle Service, Inc.**
Our File No. C22-00376

FILED
99 OCT 13 AM 9:18
TALLAHASSEE, FLORIDA

Dear Ms. Lewis:

Pursuant to my secretary's conversation with you yesterday, I am enclosing herewith a substitute package for a change of name of Premier Airport Shuttle Service, Inc. since the prior name we chose has already been taken. Please find executed original and copy of Articles of Amendment to Articles of Incorporation with respect to **Premier Airport Shuttle Service, Inc.** for a change of name to **THE STARBURST GROUP, INC.**

Since you are holding our original package, you should already have our check in the amount of \$43.75.

Please file the Amendment to Articles of Incorporation and return to the undersigned a certified copy of same. Thank you for your assistance in this matter.

Very truly yours,


J. D. Smith
For the Firm

JDS/slw

Enclosures

cc: Donald Culver

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PREMIER AIRPORT SHUTTLE SERVICE, INC.

FILED

99 OCT 13 AM 9:18

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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 adopted:

It is determined to be in the best interest of the corporation to change its name from Premier Airport Shuttle Service, Inc. to The Starburst Group, Inc.

SECOND: The date of each amendment's adoption: October, 1999.

THIRD: 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)*

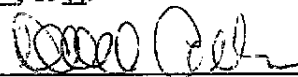
"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
voting group

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 20 day of October, 1999.

Signature



DONALD CULVER
President and Director