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TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- 1. SO-BE RESERVATION CENTER, INC. (Corporation Name) (Document #)
- 2. _____ (Corporation Name) (Document #)
- 3. _____ (Corporation Name) (Document #)
- 4. _____ (Corporation Name) (Document #)

- Walk in Pick up time 2.00 Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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*Amend
12-28-99
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Examiner's Initials

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

ARTICLE OF AMENDMENT
TO
ARTICLE OF INCORPORATION
OF

SO-BE RESRVATION CENTER, INC.

3101 INDIAN CREEK DRIVE, SUITE 300, MIAMI BEACH, FL.33140

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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 VII - DIRECTORS

DELETE:

ILIA RODRIGUEZ
PD, V, S, T
3101 INDIAN CREEK DRIVE
SUITE 300
MIAMI BEACH, FL 33140

ADDED:

GIRALDO MESA
PD, V, S, T
3101 INDIAN CREEK DRIVE
SUITE 300
MIAMI BEACH, FL 33140

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 if not contained in the amendment itself,
are as follows:

THIRD: The date of each amendment's adoption: _____

THIRD: The date of each amendment's adoption: 12-22-99

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 22 day of December, 19 99

Signature *Ilia Rodriguez*
(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)

ILIA RODRIGUEZ
Typed or printed name

President / Director
Title