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Florida Department of State

Division of Corporations
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Division of Corporations

Fax Number : (850) 922-4000

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 Phone: (305)541-3694 Fax Number: (305)541-3770 99 FEB 22 PH 3:51
SECRETARY OF STATE
AND ASSEE, FLORIDA

BASIC AMENDMENT

WORLD TRAVEL CONNECTION, INC.

Certificate of Status	O CONTRACTOR OF THE PROPERTY O
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

Amendment

02/22/99

2/22/99 1:11 PM

1 of 2



EMPIRE CORP



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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

World Travel Connection, 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) Delete Article III as written in the Articles of Incoration filed 1/7/99

Add Article III as follows: The maximum number of shares of stock that is authorized to be issued at any time is 100,000 shares of \$1.00 par value. At present 2250 shs are to be issued to Jose Nino, 2250 shs to Elsa Nino, 1833 shs to Orlando Gomez, 1833 shs to Nora Gauldney and 1834 shs to Fabian Gomez.

The shares of stock may be paid for in money, property, labor or services actually performed for the corporation, at a value to be fixed by the Stockholder and/or Director.

Delete Article VI as written

Add Article VI as follows: This corporation shall have a President, a Vice-President, a Secretary and a Treasurer and may also have one or more additional Vice-Presidents, Assistant Secretaries and Assistant Treasurers, and such other officers and/or agents as it may deem necessary. All officers and agents will have powers and duties as state in the By-Laws. The same person may hold two or more offices. At the this time Elsa Nino will be President, Jose Nino will be Vice President, Nora Gauldney will the Treasurer, Fabian Gomez will be Secretary.

Delete Article VIII as written:

Add Article VIII as follows: The principal place of business and mailing address of this corporation, at the present time, shall be:

169 Lincoln Road - Suite 206, Miami Beach, FL

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:

No shares were previously issued

H99000111295

Prepared by: Vivian Vega Beck C. P. A. INTERCONTINENTAL BUSINESS MANAGEMENT, MC 6183 Mismi Lakes Drive 100 13:00 13:38 LEB-SS-1339 13:38

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THIRD:	The date of each amendment's adoption: February 18, 1999 .
FOURTE	: Adoption of Amendment(s) (CHECK ONE)
2	The amendment(s) was/were approved by the shareholders. The number of votes east for the amendment(s) was/were sufficient for approval.
ב	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
ς.	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
Ε	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this day 18th of February 1999
Signature	
D16.14.14.1	(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)
	Elsa Nino
	Typed or printed name
	President
	Title

H99CCCCC4195

Prepared by: Vivian Vega Beck INTERCONTRICATAL BUSINESS MANAGEBERT, NO 5183 Mismi Lakes Drive Mami Lakes, FL 33014