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BASIC AMENDMENT PROTRAVEL SOLUTIONS, INC.	To: Division of Corporations Fax Number : (850):22-4000 From: Account Name : ENGLISH, MCCAUGHAN & O'BRYAN, P.A. Account Number : 076067004147 Phone : (954):62-3300 Fax Number : (954):63-2439	(((H99000018988 8)))) Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.	Electronic Filing Cover Sheet Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.	99 AUG -2. THE SECRETARY OF STATE TALLAHASSEE, FLORIDA TALLAHASSEE, FLORIDA Public Access System Katherine Harris, Secretary of State	Page Lof 2 William Page Lof 2

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ARTICLES OF AMENDMENT OF PROTRAVEL SOLUTIONS, INC.

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1. The name of the Corporation is PROTRAVEL SOLUTIONS, THE Corporation").

2. Article V of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

ARTICLE V - AUTHORIZED STOCK

The Corporation is authorized to issue 75,000,000 shares of \$.001 par value Common Stock.

3. The foregoing amendment was unanimously adopted by all of the Directors and all of the Stockholders of the Corporation eligible to vote by a Written Consent signed by them on \underline{JUHHH} , \underline{IHH} , manifesting their intention that this amendment to the Articles of Incorporation be adopted, pursuant to Section 607.1003, Florida Statutes. The number of votes cast for the amendment was sufficient for approval by the Stockholders.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this <u>29</u> day of <u>3049</u>, 1999.

PAUL SCHRYVER, President

PREPARED BY: Gerald W. Gritter, Esquire 100 N.E. Third Avenue, Suite 1100 Fort Lauderdale, FL 33301 (954) 462-3300 - Fla. Bar No. 282170

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