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P99 000035623
February 1, 2001

Florida Department of State
Division of Corporations
P.O. Box 5588
Tallahassee, FL 32314

Re: Articles of Amendment
GTI Membership Services, Inc.

200003634522--9
-02/06/01--01004--016
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed please find original Articles of Amendment to the Articles of Incorporation of GTI Membership Services, Inc. I have enclosed a check in the amount of \$35.00 for the required filing fee. Please file the articles of amendment in the usual manner and return evidence of filing at your earliest convenience.

Thank you for your cooperation in this matter. Should you have any questions regarding the above, please contact the undersigned.

Very truly yours,

Todd M. Hoepker

TMH:clb
Enclosures

name change
HFT
2-6-2001

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 FEB -5 PM 4:26

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

01 FEB -5 PM 4: 25

**Articles of Amendment to The Articles of Incorporation
of Journey Pass Inc.**

Journey Pass, Inc., a Florida Corporation, hereby files these Articles of Amendment and amends the Articles of Incorporation filed on or about April 14, 1999, as follows.

Article I is hereby amended to read:

ARTICLE I. NAME

The name of the corporation shall be:

GTI MEMBERSHIP SERVICES, INC.

The address of the principal office of this corporation shall be 2300 Maitland Center Parkway, Suite 140, Maitland, Florida 32751 and the mailing address of the corporation shall be the same.

These Articles of Amendment were adopted by all the shareholders and directors at a special meeting of the shareholders and directors held on January 30, 2001. The amount of votes cast for the above-referenced amendments was sufficient for approval.

DATED THIS 30 day of January, 2001.

RAWALL J. WARREN, SECRETARY

RAWALL J. WARREN, PRESIDENT

STATE OF FLORIDA)
COUNTY OF ORANGE)SS

The foregoing instrument was acknowledged before me this 30 day of January, 2001, by Drivers License who is personally known to me or has produced [type of identification] as identification and who did take an oath.

NOTARY PUBLIC:

Signature: [Signature]
Print Name: MICHELLE LA PLANTE
State of Florida at Large
MY COMMISSION EXPIRES:

