

Division of Corporations

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S65422

Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

DESTINATION AMERICA, INC.

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Estimated Charge	\$35.00

Amendment

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D232-12628

Art. II
Restriction on
transfer of
stock

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**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
DESTINATION AMERICA, INC.**

Pursuant to Section 607.1006(1) of the Florida Business Corporation Act, the Articles of Incorporation of Destination America, Inc., a Florida corporation (the "Corporation"), are hereby amended as follows:

1. The name of the Corporation is Destination America, Inc.
2. Article XI of the Articles of Incorporation of the Corporation is hereby deleted in its entirety.
3. The foregoing amendments were adopted on October 2, 2000, by the affirmative vote a majority of the holders of each class of stock of the Corporation.
4. The voting groups entitled to vote on the amendment consisted of the holders of the Corporation's voting stock, and the number of votes cast for the amendments by such shareholders was sufficient for approval.

Dated: 10/2/00

DESTINATION AMERICA, INC.,
a Florida corporation

By: Carol M. Ridgway
Carol M. Ridgway, Secretary

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