

V06544

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BASIC AMENDMENT

AMERICA-TOURS, INC.

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COMMENTS:

ARTICLES OF AMENDMENT
TO
ARTICLE OF INCORPORATION
OF
AMERICA-TOURS, INC.

Pursuant to Florida Statutes Section 607.1006, the Articles of Incorporation of AMERICA-TOURS, INC., (the "Corporation") are hereby amended as follows:

1. The name of the Corporation is: AMERICA-TOURS, INC.
2. Article I of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

The name of this corporation is: ATI LIQUIDATING CORP.

3. The foregoing amendment was adopted as of December 19th, 2001, by Unanimous Written Consent of Shareholders and Directors of the Corporation, such vote represented by said Written Consent being sufficient for approval of the resolutions adopted therein, and such resolutions have not been altered or rescinded and remain in full force and effect.

IN WITNESS WHEREOF, we, the undersigned, have executed these Articles of Amendment, this 19th day of December, 2001.

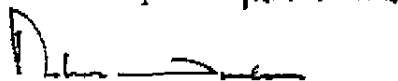

Thierry Pouille, President


Sophie Pouille, Secretary

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 19th day of December, 2001, by Thierry Pouille and Sophie Pouille, as President and Secretary, respectively, of America-Tours, Inc., a Florida corporation, on behalf of the corporation, and who are each personally known by me. (and)


Notary Public

Prepared By:
MARK L. NOWAK, ESQ.
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Robert L. Wunker
MY COMMISSION # CC974174 EXPIRES
October 10, 2004
BONDED THIRTY DAY INSURANCE, INC.

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