

LAW OFFICES  
**DONALD S. FRADLEY**  
27 PENNOCK LANE  
SUITE 104  
JUPITER, FLORIDA 33458

DONALD S. FRADLEY  
JEFFREY S. D'AMORE\*

TELEPHONE (561) 743-8800  
TELECOPIER (561) 747-8591

\*Also member of the New Jersey Bar

V31436

February 27, 1997

Secretary of State  
DIVISION OF CORPORATIONS  
PO Box 6327  
Tallahassee, FL 32314

700002104627--4  
-03/05/97--01046--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: **FLORIDA SHUTTLE AIRLINE, INC.**  
**Articles of Amendment/Name Change/Number of Stock**

Dear Sirs:

Enclosed please find an original and one copy of Articles of Amendment for the above-referenced corporation.

Also enclosed please find my check in the amount of \$35.00 which represents the filing fees in this regard.

Please file the Articles of Amendment and return one filed copy to me in the envelope provided.

Sincerely yours,

*Donald S. Fradley*

DONALD S. FRADLEY

DSF/dag  
Enclosures

Amended  
97 MAR 25 PM 2:12  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

TLL MAR 6 1997

ARTICLES OF AMENDMENT  
of  
FLORIDA SHUTTLE AIRLINE, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAR -5 PM 2:12

ARTICLE III - CAPITAL STOCK of the Articles of Incorporation of FLORIDA SHUTTLE AIRLINE, INC. which were filed on April 23, 1992, is hereby amended to read as follows:

ARTICLE I

"The name of the Corporation shall be TRAVEL SYSTEMS & SERVICES, INC.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is:  
1,000,000 Common Stock

The forgoing was adopted by all of the Shareholders and all of the Directors of Florida Shuttle Airline, Inc. on the 26th day of February, 1997.

IN WITNESS WHEREOF the undersigned President and Secretary of this Corporation has executed these Articles of Amendment this 26th day of February, 1997.

FLORIDA SHUTTLE AIRLINE,  
INC.

BY:   
ARNOLD R. GEMINO, as  
President and Secretary

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments and administer oaths, personally appeared ARNOLD R. GEMINO as President and Secretary of FLORIDA SHUTTLE AIRLINE, INC. who is [ ] personally known to me to be the

person described herein or [ ] who has produced his  
\_\_\_\_\_ as identification and executed the  
foregoing instrument and he acknowledged before me that he executed  
the same.

WITNESS my hand and official seal in the County and State last  
aforesaid this 26th day of February, 1997.

  
DEBRA A. GOLIGHTLY  
Notary Public  
My Commission Expires:

OFFICIAL NOTARY SEAL DEBRA A GOLIGHTLY NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC434885 MY COMMISSION EXP. JAN. 23, 1999
--