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BASIC AMENDMENT

JULINGTON CREEK YACHT SALES, INC.

Certificate of Status	0
Certified Copy	0
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AMENDED
RRC
12-19

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
JULINGTON CREEK YACHT SALES, INC.**

Pursuant to Section 607.1006, Florida Statutes, JULINGTON CREEK YACHT SALES, INC. (the "Corporation") hereby delivers to the Department of State for filing these Articles of Amendment:

FIRST: The name of the Corporation is JULINGTON CREEK YACHT SALES, INC.

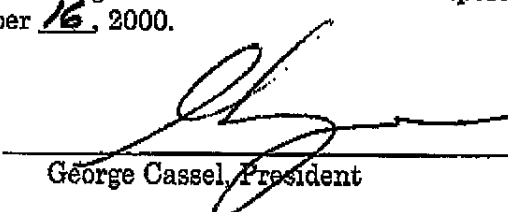
SECOND: The Articles of Incorporation shall be amended to delete Article IV in its entirety and replace it with the following:

"ARTICLE IV. CAPITAL

"The Corporation is authorized to issue 1,000 shares of voting common stock, all of which shall have a par value of \$1.00 per share, and 1,000 shares of non-voting common stock, all of which shall have a par value of \$1.00 per share."

THIRD: The foregoing amendment was adopted by all of the shareholders of the Corporation at a meeting held on August 26, 2000, and thus the number of votes cast for the amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed this instrument effective December 16, 2000.


George Cassel, President

JAX1 #571876 v1

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