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March 21, 1997

VIA OVERNIGHT DELIVERY

Secretary of State  
State of Florida  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

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-03/24/97--01115--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

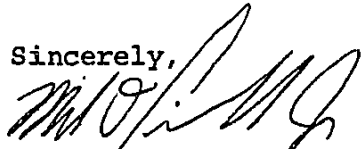
Re: Articles of Amendment - Dulcinea, Inc.

Dear Sir or Madam:

Enclosed please find an original Articles of Amendment of Dulcinea, Inc., changing the name of the corporation to Westport Yacht Sales, Inc. Also enclosed is our trust account check in the amount of \$35.00 as and for the filing fee for the Amendment. The Articles are being amended by the Incorporator as no organizational meeting has taken place nor has any stock been issued by Dulcinea, Inc.

Should you have any questions, please do not hesitate to contact our office.

Sincerely,



MICHAEL D. CIRULLO, JR.

MDC/lmh  
970024  
secstate.ltr

FILED  
97 MAR 24 AM 8:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SH 3/26

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

DULCINEA, INC.

FILED  
97 MAR 24 AM 8:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE I

NAME

The name of this corporation shall be:

WESTPORT YACHT SALES, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

THIRD: The date of each amendment's adoption: March 21, 1997.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

\_\_\_\_\_ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

\_\_\_\_\_ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s)

was/were sufficient for approval by \_\_\_\_\_

\_\_\_\_\_ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

X The amendment(s) was/were adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this 21<sup>ST</sup> day of MARCH, 1997.

Signature: \_\_\_\_\_

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a Director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

RUSSELL S. PRESTON, III  
(Typed or Printed Name)

Incorporator

TITLE

970024  
AMEND1