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Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

5/3, 1999

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-05/06/99--01049--002
*****35.00 *****35.00

Re: NOSAM INDUSTRIES, INC.

Ladies/Gentlemen:

Enclosed please find Articles of Amendment to Articles of Incorporation of NOSAM INDUSTRIES, INC. together with one copy of same and my check in the amount of $35.00. Please file the Amendment.

Should you have any questions or wish further information, please do not hesitate to contact me.

Thank you for your cooperation and assistance herein.

FILED
99 MAY -6 PM 4:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Yours very truly,

Thomas Mason

NC
5-13-99
DWS

THOMAS MASON
1405 Sykes Creek Drive
Merritt Island, Florida 32953
home (407) 453-0905

FILED
99 MAY -6 PM 4:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF NOSAM INDUSTRIES, INC.

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

FIRST: Amendment adopted:

Article I shall be deleted and replaced with "MASON YACHTS, 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: 5/3, 1999.

FOURTH: Adoption of Amendment (check one)

_XX_ The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

____ The amendment was 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 was sufficient for approval by __N/A__."

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

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

Signed this 3 day of May, 1999.

Signature Thomas Mason
(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)

THOMAS MASON / Title - Incorporator