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FROM: KATZ, BARRON, SQUITERO, FAUST & BERMAN, P.A.
CONTACT: HOWARD L FRIEDBERG
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NAME: BACK COUNTRY POWERBOATS, INC.

AUDIT NUMBER.....H98000012862

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 1

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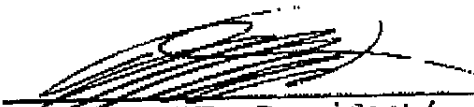
ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION OF
BACK COUNTRY POWERBOATS, INC.

1. Article "I" of the Articles of Incorporation of BACK COUNTRY POWERBOATS, INC. is hereby amended as follows:

"NAME. The name of this Corporation is YELLOWFIN YACHTS, INC. The mailing address of the corporation shall be c/o 2699 South Bayshore Drive, 7th Floor, Miami, Florida 33133."

2. The foregoing Amendment was adopted by the sole shareholder and the sole member of the Board of Directors of the corporation on the 10th day of July, 1998, in accordance with Florida Statutes 607.1006.

IN WITNESS WHEREOF, the undersigned President and Secretary of the corporation have executed these Articles of Amendment to the Articles of Incorporation this 10th day of July, 1998.


WYLIE NAGLER, President/
Secretary

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Fax Audit No. H98000012862
This instrument prepared by:
Richard B. Ivans, Esq.
Fla. Bar No. 137540
KATZ, BARRON, SQUITERO, FAUST
& BERMAN, P.A.
2699 South Bayshore Drive
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