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April 29, 1997

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

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RE: Articles of Amendment to Articles of Incorporation
Outboarder of Sarasota, Inc.

Dear Sir or Madam:

We are enclosing herein Articles of Amendment to Articles of Incorporation of the Outboarder of Sarasota, Inc. together with our draft in the amount of \$35.00 representing the filing fee to amend corporate documents.

Thank you for your attention to this matter.

Sincerely yours,


James C. Clark

JCC/ez
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF THE OUTBOARDER OF SARASOTA, INC.

PURSUANT TO the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following Articles Of Amendment to its Articles of Incorporation:

Article I of the Certificate of Incorporation of the Outboarder of Sarasota, Inc. and Section 2 of the Merger Agreement between the Outboarder of Sarasota, Inc. and Gulfwind Products, Inc. is amended by deleting the existing Article I and Section 2, respectively, and substituting in lieu thereof the following:

ARTICLE I

The name of this corporation shall be Gulfwind USA, Inc.

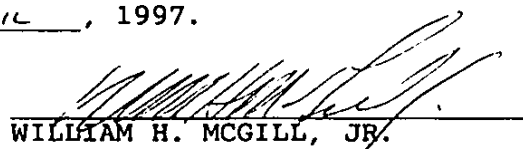
Section 2

The name of the surviving corporation shall be Gulfwind USA, Inc.

The date of these Articles Of Amendment is April 1, 1997, the date of adoption by the Shareholders and Directors.

These Articles of Amendment were approved by Consent To Corporate Action Without Necessity For Meeting by all of the Shareholders and Directors of the Outboarder of Sarasota, Inc., pursuant to Section 607.0704 and Section 607.0821, of the Florida Business Corporation Act.

Signed this 7 day of April, 1997.


WILLIAM H. MCGILL, JR.
President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA