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BASIC AMENDMENT

FLYING BOAT, INC.

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ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
FLYING BOAT, INC.

The undersigned, James Confalone, being the President of FLYING BOAT, INC., a Florida corporation (the "Corporation"), incorporated effective as of September 28, 1972, under Document No. 409668, does hereby certify, attest and serve notice, pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, that the Articles of Incorporation of the Corporation (the "Articles"), are hereby amended as follows:

1. Article Two of the Articles of the Corporation is hereby amended and restated in its entirety to read as follows:

"ARTICLE TWO

This corporation is organized for the purpose of transacting any or all lawful business."

Such amendment of the Articles of the Corporation has been duly and unanimously authorized, adopted and directed by the Board of Directors and shareholders of the Corporation by Written Consent thereto dated as of October 5, 1999. All other provisions of the Articles of the Corporation shall remain in full force and effect without any modification thereof.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal in his capacity as aforesaid as of the 5th day of October, 1999, on behalf of the Corporation.


James Confalone

[CORPORATE SEAL]

This instrument prepared by:
Dorothy R. Mayo, Esquire
Florida Bar No. 386228
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