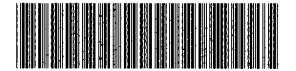
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(Requestor's Name)	
(Address)	
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(City/State/Zip/Phone #)	
PICK-UP WAIT MAIL	-
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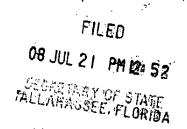


COVER LETTER

TO: Amendment Section Division of Corporations

NAME OF CORP	ORATION: HARBORSI	DE MOTEL & MARIN	A, INC.
DOCUMENT NUI	MBER: <u>J14661</u>		
The enclosed Article	les of Amendment and fee a	re submitted for filing.	
Please return all con	rrespondence concerning thi	s matter to the following	ng:
ROB	ERT T. FELDMAN, ESQ		
	(Name o	of Contact Person)	
FEL	DMAN KOENIG HIGHS	MITH & VAN LOOI	N, P.A.
	(Fir	m/ Company)	
3158	NORTHSIDE DRIVE		
		(Address)	
KEY	WEST, FLORIDA33040		
	(City/ S	tate and Zip Code)	
For further informa	tion concerning this matter,	please cail:	
ROBERT T. FELD	MAN, ESQ.		296-8851
(Name	of Contact Person)	(Area Code &	2 Daytime Telephone Number)
Enclosed is a check	for the following amount:		
	\$43.75 Filing Fee & Certificate of Status	\$43.75 Filing Fee Certified Copy (Additional copy enclosed)	Certificate of Statu
Mailing Ad Amendmen Division of P.O. Box 63 Tallahassee	t Section Corporations 327	Street Address Amendment Sect Division of Corp Clifton Building 2661 Executive C Tallahassee, FL 3	orations Center Circle

Articles of Amendment to Articles of Incorporation of



HARBORSIDE MOTEL & MARINA, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

J14661
(Document number of corporation (if known)
Pursuant to the provisions of section 607.1006, Florida Statutes, this <i>Florida Profit Corporation</i> adopts the following amendment(s) to its Articles of Incorporation:
NEW CORPORATE NAME (if changing):
(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.") (A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")
AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)
1.John H. Williams of 903 Eisenhower Drive, Key West, FL 33040 is hereby removed as VP
2. Marvin M. Mell of 903 Eisenhower Drive, Key West, FL 33040 is hereby added as VP
(Attach additional pages if necessary)
If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)
(continued)

The date of each amendment(s) adoption: June 11, 2007
Effective date if applicable: Sunell, 2008 (no more than 90 days after amendment file date)
Adoption of Amendment(s) (<u>CHECK ONE</u>)
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders 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
(voting group)
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.
Signature (By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)
Klaus Kwoke, (Typed or printed name of person signing)
President/Treasurer
(Title of person signing)

FILING FEE: \$35