

561744
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ATTORNEYS AT LAW
Established 1936

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BYRON T. SAULS (1904-1979)

OF COUNSEL
JUDITH H.W. COLE
LAURIE W. VALENTINE

PLEASE REPLY TO P.O. BOX 387,
ST. PETERSBURG, FL 33731

July 29, 1997

Secretary of State
Division of Corporations
Amendments Section
P. O. Box 6327
Tallahassee, FL 32314

FILED
97 JUL 31 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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-07/31/97-01028--004
*****35.00 *****35.00

Re: ASSOCIATED YACHT BROKERS, INC.

Dear Sir or Madam:

With regard to the above-referenced corporation, we are enclosing Articles of Amendment for filing with your office.

Please endorse your approval of the Articles on the duplicate copy and return to me together with certificate.

The corporation's check in the amount of \$35.00 is enclosed for your filing fee.

Sincerely,

FISHER & SAULS, P.A.

Dena F. DeGarmo
Dena F. DeGarmo
Legal Assistant

Enclosures

cc: F. C. Morgan
William C. Ballard, Esq.

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ARTICLES OF AMENDMENT
OF
ASSOCIATED YACHT BROKERS, INC.

FILED
97 JUL 31 AM 9:08
SECRETARY OF CLERK
TALLAHASSEE, FLORIDA

The undersigned corporation, in accordance with the Florida Business Corporation Act and its Articles, hereby adopts the following Articles of Amendment:

1. Name. The name of the corporation is: ASSOCIATED YACHT BROKERS, INC.
2. Amendment. Article 1 of this corporation's Articles of Incorporation is hereby amended (the "Amendment") in its entirety so as to read, after Amendment, as follows:

"ARTICLE 1: NAME

"The name of this corporation is: MORGAN'S LANDING, INC."

3. Adoption. The Amendment has been adopted by written consent of the sole Director and the sole Shareholder of the corporation, on July 28, 1997, pursuant to Section 607.1003, Florida Statutes.
4. Effective Date. The Amendment shall become effective on August 15, 1997.

IN WITNESS WHEREOF, the undersigned has executed and signed these Articles of Amendment on behalf of the corporation this 28 day of July, 1997.

ASSOCIATED YACHT BROKERS, INC.

By: F. C. Morgan
F. C. Morgan, as its President