

210 University Drive Suite 502 Coral Springs, FL 33071

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N. Brow. (954) 346-7288 S. Brow. (954) 434-5996 Dade (305) 621-9382 Fax (954) 346-7217

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*****35.00

FEBRUARY 11, 1998

SECRETARY OF STATE DIVISION OF CORPORATIONS P. O. BOX 6327 TALLAHASSEE, FL 32314

RE: SPECTACULAR SEA SYSTEMS, INC. CHARTER #K19853/ARTICLES OF AMENDMENT

ENCLOSED FIND CHECKS FOR (1) \$35.00 FOR FILING FEE FOR ABOVE COMPANY.

MAIL ALL DOCUMENTS TO THE ABOVE ADDRESS.

IF YOU HAVE ANY QUESTIONS DO NOT HESITATE TO CALL.

THANK YOU,

LISSETTE MAWBY enc.

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 18, 1998

LISSETTE MAWBY MAS ACCOUNTING 210 UNIVERSITY DRIVE, SUITE 502 CORAL SPRINGS, FL 33071

SUBJECT: SPECTACULAR SEA SYSTEMS, INC. Ref. Number: K19853

We have received your document for SPECTACULAR SEA SYSTEMS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown Corporate Specialist

Letter Number: 498A00010272

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

SPECTACULAR SEA SYSTEMS, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statues, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

CHARTER #K19853

ARTICLE VII. Board of Directors

see attached Exhibit A SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption 2/11/1998

FOURTH: Adoption of Amendment(s) (check one)

____ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

____ 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 approved by the shareholders. The number of votes cast for the amendment(s) 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)

98 MAR 26 LU ECRETARY CF STATE Exhibit "A"

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FEBRUARY 11, 1998

CHARTER #k19853

ARTICLE VII. BOARD OF DIRECTORS. THE CORPORATION SHALL HAVE 1 DIRECTOR (S) THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FORM TIME TO TIME BY THE BY-LAWS BUT NEVER BE LESS THAN ONE. THE NAME (S) AND ADDRESS OF THE DIRECTOR (S) OF THIS CORPORATION IS (ARE):

> ROSEMARY CHAMBERS 4169 NORTH DIXIE HIGHWAY POMPANO BEACH, FL 33064

Signed this <u>11</u> day of <u>February</u>, 19, <u>98</u>

By

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(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) OR (A director or incorporator if adopted by the directors or incorporators)

Rosemary Chambers

(Typed or printed name)

Director /President (Tite)