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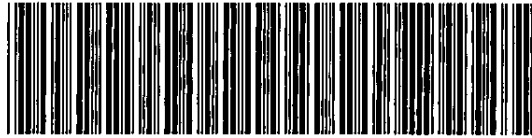
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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Suncoast Adventure Charters, LLC
(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Michael J. Palermo, Esq.
(Name of Person)

Michael J. Palermo, P.A.
(Firm/Company)

1501 S. Dale Mabry, Suite A-5
(Address)

Tampa, FL 33629
(City/State and Zip Code)

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For further information concerning this matter, please call:

Michael J. Palermo at (813) 637-0047
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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| <input checked="" type="checkbox"/> \$25.00 Filing Fee | <input type="checkbox"/> \$30.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed) |
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MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

Suncoast Adventure Charters, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on February 22, 2007 and assigned document number L07000020404.

SECOND: This amendment is submitted to amend the following:

Article II

The street address of the principal office of the Limited Liability Company is:

19239 N. Dale Mabry Hwy., #128

Lutz, FL 33548-5067

The mailing address of the Limited Liability Company is:

19239 N. Dale Mabry Hwy., #128

Lutz, FL 33548-5067

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Dated May 8, 2007

L.D. Kirk, III

Signature of a member or authorized representative of a member

L.D. Kirk, III

Typed or printed name of signee

Filing Fee: \$25.00