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LAW OFFICES OF
MARC BIRNBAUM, P.A.
20801 BISCAYNE BOULEVARD, SUITE 400
MIAMI, FLORIDA 33180

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20801 BISCAYNE BOULEVARD
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MIAMI, FLORIDA 33180
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 3, 1997

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Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Dear Sir:

Enclosed herewith please find an Amendment To Articles Of Incorporation Of Atlantic Boatlifts, Inc. to be filed in your office together with a check for \$87.50 (\$35.00 filing fee and \$52.50 Certified Copy). Please return the certified copy to this office upon filing.

If you have any questions, please do not hesitate to call me collect.

Very truly yours,

Law Offices of
MARC BIRNBAUM, P.A.

By: Marc Birnbaum
Marc Birnbaum

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TALLAHASSEE, FLORIDA

**AMENDMENT TO ARTICLES OF INCORPORATION OF
ATLANTIC BOATLIFTS, INC., A FLORIDA CORPORATION**

The following is an amendment to the Articles of Incorporation of Atlantic Boatlifts, Inc.

1. Article Third of the Articles of Incorporation is hereby amended to read as follows:

The amount of the authorized capital stock of the corporation is One Thousand Dollars and 00/100 (\$1,000.00). The maximum number of shares of stock which the corporation is authorized to have is One Thousand (1,000.00) and the par value of each such share is One Dollar and 00/100 (\$1.00). All such share are of one class and are designated as Common Stock.

2. This amendment was adopted unanimously by the Board of Directors and Shareholders of the corporation on the 27 day of February, 1997.

ATLANTIC BOATLIFTS, INC.

By Robert T. Stewart
President

Attest: Robert Stewart
Secretary

STATE OF FLORIDA :
COUNTY OF Broward :

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this 27 day of February, 1997, by ROBERT STEWART, as the President and Secretary of ATLANTIC BOATLIFTS, INC., who is personally known to me or who produced _____ as identification.

111-34
Notary Public, State of Florida