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April 12, 2002

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(3) BOARD CERTIFIED REAL ESTATE LAWYER
(4) BOARD CERTIFIED WILLS, TRUSTS
AND ESTATES LAWYER
(5) BOARD CERTIFIED APPELLATE LAWYER
(6) BOARD CERTIFIED BUSINESS
LITIGATION LAWYER
(7) FLORIDA SUPREME COURT
CERTIFIED CIRCUIT MEDIATOR

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

Re: Articles of Amendment
File No. 8897/17668

000005273510--7
-04/16/02--01007--001
****175.00 *****35.00

Gentlemen:

I am enclosing originals and copies of Articles of Amendment for the following corporations:

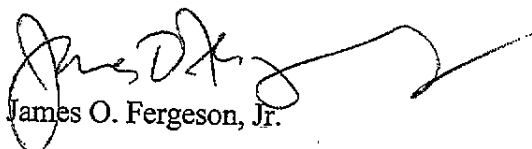
1. Gulfwind Marine Brokerage, LLC
2. Gulfwind Marine Partners, Inc.
3. Gulfwind at Palm Island, Inc.
4. Gulfwind of Venice, Inc. and
5. Gulfwind Productions, Inc.

FILED
02 APR 15 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Our check in the amount of \$175.00 is also enclosed to cover the filing fees.

Once filed, please return the copies to me. Thank you very much for your prompt attention to this matter, and if you should have any questions, please do not hesitate to give me a call.

Very truly yours,


James O. Fergeson, Jr.

JOFC:cs
Encls.
271208

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
GULFWIND OF VENICE, INC.

The following provision of the Articles of Incorporation of GULFWIND OF VENICE, INC., a Florida corporation, is amended in the following particulars:


1. Article 1. is amended to read as follows:

"Article 1. Name. The name of the Corporation is:

BOATS OF VENICE, INC."

2. The foregoing amendment was adopted by the sole shareholder of the corporation on April 8, 2002. The number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation has executed this Articles of Amendment on April 8, 2002.

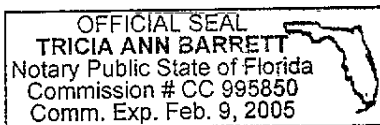



W. Terry Lynch, President and Secretary

STATE OF FLORIDA

COUNTY OF Broward

The foregoing Articles of Amendment to Articles of Incorporation was acknowledged before me on April 8, 2002, by W. TERRY LYNCH, who is personally known to me or who has produced W. Terry Lynch's License as identification.





(Name TRICIA ANN BARRETT)
Notary Public
Serial Number (if any)
Commission Expiration Date