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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
GULF MARINE REPAIR CORPORATION**

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DEC 31 2009

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
GULF MARINE REPAIR CORPORATION**

Pursuant to the provisions of Section 607.1006, Florida Statutes, Gulf Marine Repair Corporation, a Florida corporation (the "Corporation"), adopts the following amendments to its Articles of Incorporation:

ARTICLE I
Name

The name of the corporation is Gulf Marine Repair Corporation.

ARTICLE II
Amendment

Article IV of the Articles of Incorporation is deleted in its entirety and replaced with the following:

"ARTICLE IV

The maximum number of shares of stock authorized to be issued by the Corporation is 100,000 shares of capital stock, of which 10,000 shall be voting shares and 90,000 shall be non-voting shares. Except for the difference in voting rights, all of the shares shall be common shares with the par value of \$.01 per share and each of which shall have the same rights and privileges. Each of the voting common shares shall entitle the holder thereof to one vote at any shareholders' meeting and otherwise to participate in all such meetings and in the assets of the Corporation. The shares shall be issued for such consideration as may be determined from time to time by the Board of Directors, provided that such consideration shall have a value at least equal to the full par value of such shares. The shares may be paid for in lawful money of the United States of America, or in property, labor or service of any other legal form of consideration."

The amendment does not provide for an exchange, reclassification, or cancellation of issued shares.

ARTICLE III
Date of Adoption

The amendment was adopted on the 31st day of December, 2009.

ARTICLE IV
Manner of Adoption

The amendment was duly approved by the shareholders of the Corporation and the number of votes cast for the amendment by the shareholders was sufficient for approval.

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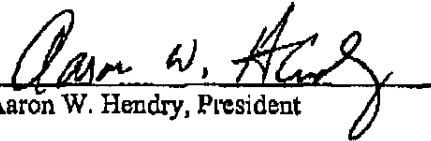
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Dated this 31st day of December, 2009.

By: 
Aaron W. Hendry, President

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TOTAL P.03