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BRAMAN MANAGEMENT ASSOCIATION

2060 BISCAYNE BOULEVARD, SECOND FLOOR, MIAMI, FLORIDA 33137-5024
TELEPHONE (305) 576-1889 • FAX (305) 576-9898

November 12, 2001

VIA AIRBORNE EXPRESS

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Victoria Partners, Inc./Waterways Slip, Inc.

Dear Sir or Madam:

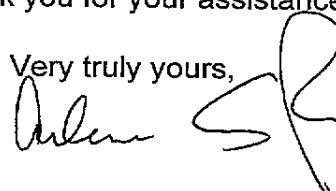
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-11/30/01--01026--009
*****43.75 *****43.75

Enclosed please find the following:

- (1) Application for Reinstatement for Victoria Partners, Inc.;
- (2) Check in the amount of \$600.00 payable to the Department of State representing your reinstatement fee;
- (3) Check in the amount of \$158.75 payable to the Department of State representing the annual report filing fee and certificate of status fee;
- (4) Articles of Amendment to the Articles of Incorporation of Victoria Partners, Inc. changing the name of the corporation to Waterways Slip, Inc.; and
- (5) Check in the amount of \$43.75 payable to the Department of State representing the filing fee for the Amendment of \$35.00 plus \$8.75 to obtain a certified copy.

Kindly expedite the above. Thank you for your assistance.

Very truly yours,


ARLENE S. ROSENBERG
Legal Assistant

FILED
NOV 13 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Encls.


T. LEWIS NOV 29 2001

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
VICTORIA PARTNERS, INC.**

FILED
01 NOV 13 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of this Corporation is VICTORIA PARTNERS, INC. (hereinafter called the "Corporation").
2. Article I of the Corporation's Articles of Incorporation is deleted and replaced by new Article I, as follows:

"ARTICLE I

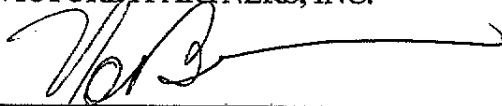
NAME OF THE CORPORATION

The name of the Corporation shall be: WATERWAYS SLIP, INC."

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.
4. The amendment made herein to the Articles of Incorporation of the Corporation was adopted without shareholder action by the written consent of the sole Director pursuant to Section 607.1005 of the Florida business Corporation Act. Since the Corporation has not yet issued shares, shareholder action was not required.
5. The effective date of this amendment shall be upon the filing of these Articles of Amendment.

IN WITNESS WHEREOF, the undersigned sole Director of the Corporation has executed these Articles of Amendment, this 22nd day of October, 2001.

VICTORIA PARTNERS, INC.



Norman Braman
Director