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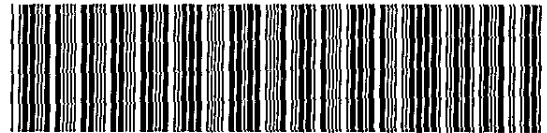
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Rs 9/22/03



Mark H. Welton*
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*Also admitted in Alabama

*Blessed is the man that
waits in the counsel of
the Lord. For he shall
be in the Law of the Lord.
Ps. 119:1-2*

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August 29, 2003

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314


RE: Filing of Amended Articles - Sea Way Systems, Inc.

To Whom It May Concern:

Enclosed is check #8153 in the amount of \$35.00 for the filing fee for the articles of amendment for Sea Way Systems, Inc.

If you have any questions or concerns, please feel free to contact me.

Sincerely,


Mark H. Welton for
Welton & Williamson, P.A.

MHW/arkb

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED

03 SEP 15 AM 9:18

CLERK OF STATE
TALLAHASSEE, FLORIDA

Sea Way Systems, Inc.

Sea Way Systems, Inc.
(present name)

(Document Number of Corporation (If known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

See attached amended articles.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

THIRD: The date of each amendment's adoption: August 27 - 2003

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 29 day of August, 2003.

Signature Henry R. Chamberlain
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Henry R. Chamberlain
(Typed or printed name)

President and sole shareholder
(Title)

AMENDED ARTICLES OF INCORPORATION
OF
SEA WAY SYSTEMS, INC.

(The purpose of these amendments are to restate and change the original Articles by unanimous approval of the shareholders.)

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is **Sea Way Systems, Inc.**

ARTICLE TWO

PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 690 Barracks Street, Warehouse #4, Pensacola, FL 32501

ARTICLE THREE

CORPORATE DURATION

The duration of the corporation is perpetual and the initial date of incorporation is March 8, 2000.

ARTICLE FOUR

PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To process and sell raw materials.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business.

-
3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE FIVE CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 100,000 shares which may increase upon the vote of not less than 2/3 vote of the outstanding shares. Such shares shall be of a single class of common stock.

ARTICLE SIX MANAGEMENT OF CORPORATION BY SHAREHOLDERS

This is a closely held corporation with the intent to be a shareholder run business, therefore the Shareholders shall run this company in place of an elected board of directors. All reference in by-laws and otherwise to a "board" or to "director" may be interchanged with shareholder. The initial officers of this corporation are as follows:

<u>Name:</u>	<u>Address:</u>
Henry R. Chamberlain (President)	690 Barrakes Street, Unit 4, Pensacola, FL 32501

ARTICLE SEVEN AMENDMENTS

The power to adopt, alter, or amend or repeal the articles or by-laws shall be vested in the shareholders only.

ARTICLE EIGHT PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for any consideration of any new stock issues of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase a pro-rata share thereof at the price at which it is offered to others.

ARTICLE NINE ACTION BY WRITTEN CONSENT

Any action required by law, the Articles of Incorporation or the By-Laws of this corporation

to be taken at any annual or special meeting of the Shareholders of the corporation or any action which may be taken at any annual or special meeting such Shareholders, may be taken without a meeting, without prior notice or without a vote, if a consent in writing, setting forth the action so taken, shall be signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted.

ARTICLE TEN
INCORPORATOR

The name and address of the person who signed the original Articles of Incorporation was:

Heinz F. Blossfield
8338 Sugarbush Drive
Spring Hill, FL 32606

The name and address of the person signing the Amended Articles of Incorporation is the sole shareholder and President:

Henry R. Chamberlain
690 Barracks Street, Unit 4
Pensacola, FL 32501

ARTICLE ELEVEN
INITIAL REGISTERED OFFICE AND AGENT

The initial office and registered agent of this corporation has not changed and is:

Henry R. Chamberlain
690 Barracks Street, Unit 4
Pensacola, FL 32501

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation, this 27th day of August, 2003 to amend the Articles of Incorporation filed with the secretary of State on March 8, 2000.


Henry R. Chamberlain

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above corporation at the above listed address. *I hereby consent to act in the capacity, and agree to comply with the provisions of the law relative to the registered agent.*

A handwritten signature in cursive script, reading "Henry R. Chamberlain".

Henry R. Chamberlain