

P00000062859

TRANSMITTAL LETTER

November 24, 2000

Florida Department of State
Amendments Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: BlueTortuga Company, Inc.
Tax ID # 65-1022036
Document # P00000062859
Articles of Amendment to Articles of Incorporation

Enclosed are an original and one (1) copy of the Articles of Amendment to Articles of Incorporation, and a check for:

\$35.00 Filing Fee

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-11/27/00--01092--015
*****35.00 *****35.00

Please stamp these documents with the filing date and return the enclosed copies of the articles of amendment.

FROM: Terry-Ann Lynch
6930 NW 186th Street
#315
Miami, FL 33015
(305) 557-8021

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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n/c

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

BlueTortuga Company, Inc.

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: The Amendment(s) adopted:

Article 1. The name of the corporation is: **Blue Sierra Corporation**

Article 3. The corporation shall have the authority to issue **100,000** shares of common stock, with a par value of **\$0.01** with identical rights and privileges, the transfer of which is restricted according to the Bylaws of the corporation.

Article 4. The registered agent of the corporation is **Terry-Ann Lynch**, and the registered street address is **6930 NW 186th Street, #315, Miami, Florida 33015**

Article 5. The initial Board of Directors shall have 1 member(s) whose name(s) and address (es) is/are as follows: **Terry-Ann Lynch, 6930 NW 186th Street, #315, Miami, Florida 33015**

The number of directors may be raised or lowered by the amendment of the Bylaws of the corporation but shall in no case be less than one.

Article 6. The incorporator of this corporation is **Terry-Ann Lynch**, whose street address is **6930 NW 186th Street, #315, Miami, Florida 33015**

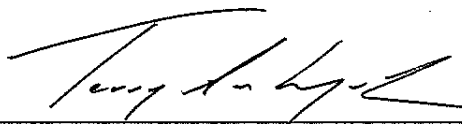
SECOND: The date of each amendment's adoption is: November 24, 2000

THREE: Adoption of Amendment(s):

The amendments were adopted by the incorporator without shareholder action; and shareholder action was not required.

Signed this 24th day of November 2000.

Signature:


Terry-Ann Lynch, Incorporator

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TALLAHASSEE, FLORIDA