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ATTORNEY AT LAW

DAVID K. OAKS

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P000000065740
April 10, 2002

Susan Payne
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-04/12/02--01068--021
*****35.00 *****35.00

Re: ARTICLES OF AMENDMENT
NAUTICAID, INC.

Dear Ms. Payne:

Enclosed please find our check in the amount of \$35.00 that was not included in our letter to you of April 3, 2002 for filing the Articles of Amendment for Nauticaid, Inc. Thank you for your assistance in this matter.

Yours very truly,



David K. Oaks

FILED
02 APR 12 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DKO:js

Encl.

RECEIVED
02 APR 12 AM 11:12
DIVISION OF CORPORATIONS

4/12/02
Amend
Payne

DAVID K. OAKS, P.A.

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April 3, 2002

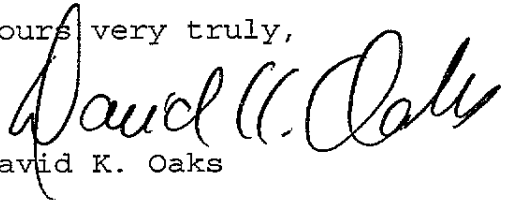
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: ARTICLES OF AMENDMENT ____
of NAUTICAID, INC.

Dear Sir:

Enclosed please find the original and two copies of the
Articles of Amendment of NAUTICAID, INC. together with our filing
fee of \$35.00.

Yours very truly,


David K. Oaks

DKO:js
Encl.
cc: client

RECEIVED

02 APR -5 AM 8:23

DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NAUTICAID, INC.

FILED
02 APR 12 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being the president and original incorporator of the above referenced corporation, hereby certify that the following Amenedment to the Articles of Incorporation was duly adopted unanimously by all of the Directors and all of the Shareholders at a meeting duly held by them on the 2ND day of APRIL, 2002.


That paragraph 6. **MANAGEMENT** shall be amended to read as follows:

6. **MANAGEMENT.** This corporation shall have one director, elected in accordance with the corporation by-laws. The affairs and business of this corporation shall be conducted by the Board of Directors and a President/Secretary/Treasurer, all of whom will be elected annually by the members of the corporation.

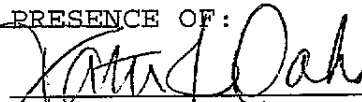
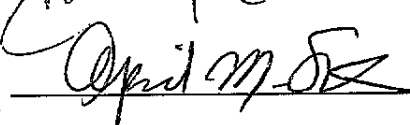
In all other respects, the Articles of Incorporation shall

remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, I hereby set my hand and seal this 2nd day
of April, 2002.


ROBERT JOSEPH SCHLOCKER
President/Director

SIGNED AND SEALED IN THE
PRESENCE OF:

STATE OF FLORIDA
COUNTY OF CHARLOTTE

BEFORE ME the undersigned authority, personally appeared
ROBERT JOSEPH SCHLOCKER, President/Director of NAUTICAID, INC.
personally known to me to be the person who executed the foregoing
Articles of Amendment and he acknowledged before me that he
executed such instrument for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
2nd day of April, 2002.


NOTARY PUBLIC

