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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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120000000167 Phone

(954)777-0082

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BASIC AMENDMENT

BILOXI CHARTERS & TOURS OF FLORIDA, INC.

[A .: #	
Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$43.75



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 28, 2001

BILOXI CHARTERS & TOURS OF FLORIDA, INC. 4200 N W 16TH STREET SUITE 303 LAUDERHILL, FL 33313-5835

SUBJECT: BILOXI CHARTERS & TOURS OF FLORIDA, INC. REF: PD0000074618

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

PLEASE ADD THE TITLE "DIRECTOR" TO THE SIGNOR.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-5880.

Karen Gibson Corporate Specialist

FAX Aud. #: H01000021605 Letter Number: 001A00912483

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

BILOXI CHARTERS & TOURS OF FLORIDA, INC.

(present name)

Pursaunt 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:

ARTICLE V1 - OFFICERS DIRECTORS

The following Directors are added:

Rudolph Sharpe – 8021 Sunrise Lakes Dr, Bldg 32 – Apt 312 Sunrise, Florida 33322 Director

Marie B. Gath-Sharpe - 10609 Lago Wellby Dr, Sunrise, Florida 33351-8087 Director/Secretary



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:

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(H01000021605 0)

THIRD: The date of each amendment's February 15th, 2001

FOURTH: adoption of Amendment(s)

- The amendments(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.

Signature

(By the 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)

Type or print name