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LAW OFFICES
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CORPORATION AND BUSINESS LAW
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August 9, 2000

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

Re: Newco Shrimp, Inc.
Document #:P00000075504

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*****35.00 *****35.00


Gentlemen:

Enclosed herewith please find Articles of Amendment to the Articles of Incorporation for the above referenced corporation. Also enclosed please find our firm's check in the amount of \$35.00 for your filing fee herein.

Please return confirmation of the filing of the enclosed Amendment to the undersigned at the letterhead address.

Thank you for your prompt attention in this matter.

Very truly yours,


James P. Panico

JPP/sar
Enc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
NEWCO SHRIMP, INC.

The undersigned, being all of the directors, officers and stockholders of NEWCO SHRIMP, INC., a Florida corporation, pursuant to Florida Statute 607.181, hereby manifest their intent that the Articles of Incorporation be amended in the following respect:

1. That the name of the Corporation be amended from:

NEWCO SHRIMP, INC.

to

AQUACULTURAL PRODUCTS OF AMERICA, INC.

2. The foregoing instrument was adopted by the directors and shareholders of this corporation on August 8, 2000.

IN WITNESS WHEREOF, the undersigned being all of the directors, officers and stockholders of the aforementioned corporation, hereunto set their hands and seals at Maitland, Florida on this 8 day of August, 2000.

NEWCO SHRIMP, INC.

By: _____

Daniel Newhaller, Stockholder/
Director/Officer

By: _____

James P. Panico, Stockholder/
Director/Officer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA