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BASIC AMENDMENT
MARINE ENVIRONMENTAL PARTNERS, INC.

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AMEND
REC 11-14
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 13, 2001

MARINE ENVIRONMENTAL PARTNERS, INC.
3001 WEST STATE ROAD 84
FORT LAUDERDALE, FL 33312

SUBJECT: MARINE ENVIRONMENTAL PARTNERS, INC.
REF: P00000079903

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Darlene Connell
Corporate Specialist

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**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
MARINE ENVIRONMENTAL PARTNERS, INC.**

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TALLAHASSEE, FLORIDA

Pursuant to Article IV of its Articles of Incorporation, as amended, and Sections 607.0602, 607.0821 and 607.1003 of the Florida Business Corporation Act (the "FBCA"), Marine Environmental Partners, Inc. (the "Corporation") hereby adopts the following Amendment to its Articles of Incorporation, as amended (the "Amendment"):

1. The name of the Corporation is Marine Environmental Partners, Inc.
2. The Amendment set forth below was duly adopted by the Board of Directors of the Corporation by vote at a Special Meeting of The Board of Directors held on August 8, 2001 pursuant to Section 607.0821 of the FBCA and Article IV of the Corporation's Articles of Incorporation, as amended. No shareholder approval was required.
3. The Corporation's Articles of Incorporation shall be amended by deleting the Certificate of Determination filed by the Corporation with the Secretary of State of Florida on November 17, 2000 and reclassifying all shares of the "Series A 7% Cumulative Convertible Preferred Stock" created thereby as "blank check" Preferred Stock in accordance with Section 4.1 of the Corporation's Articles of Incorporation, as amended.

IN WITNESS WHEREOF, the Corporation has caused the foregoing Articles of Amendment to the Articles of Incorporation to be signed as of August 8, 2001.

MARINE ENVIRONMENTAL PARTNERS, INC.

By: 
Charles "Bud" Leffler, President and C.E.O.

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