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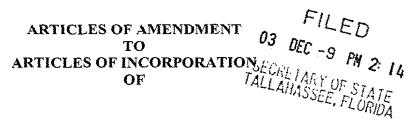
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**CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 * Tallahassee, Florida 32301 (850) 224-8870 * 1-800-342-8062 * Fax (850) 222-1222

Beascap 1	Club Inc.			
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			LTD Partnership File	
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		_	L.C. File	_
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			Trade/Service Mark	
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		_	Art. of Amend. File	
		_	RA Resignation	<u> </u>
		_	Dissolution / Withdrawal	
		_	Annual Report / Reinstatement_	
		_	Cert. Copy	
			Photo Copy	<u>.</u>
		_	Certificate of Good Standing	
		_	Certificate of Status	
		_	Certificate of Fictitious Name_	
		_	Corp Record Search	
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SEASCAPE CLUB, INC

(present name)

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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article I - Name is hereby amended by deleting Seascape Club, Inc and inserting in lieu thereof:

BOKEELIA YACHT CLUB, INC.

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:

THIRD: The date of each amendment's adoption: 12-8-03

FOURTH: Adoption of Amendment(s) (CHECK ONE)

The amendment(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):

X 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.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this May of Desarby 2003
Signature (By the Chairman of the Board of Directors, President or other officer if adapted by the shareholders) OR
(By a director if adopted by the directors)
OR
(By an incorporator if adopted by the incorporators)
John N. Brugger
Typed or printed name
Title