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BASIC AMENDMENT

SATELLITE MARINE SURVEYING INC.

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Amendment

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

SATELLITE MARINE SURVEYING INC.

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: This shall be an amendment to Article IV of the Articles of Incorporation of Satellite Marine Surveying Inc.

The number of shares the corporation is authorized to issue is: 1000.

The date of this amendment's adoption: September 18, 2001.

SECOND: This shall be an amendment to Article V of the Articles of Incorporation of Satellite Marine Surveying Inc.

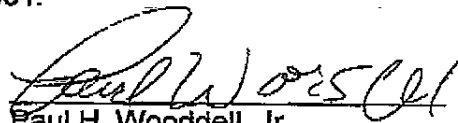
The name and Florida street address of the registered agent is:

Daniel L. Prewett, 5777 Beneva Road South, Sarasota, FL 34233

The date of this amendment's adoption: September 18, 2001.

THIRD: The amendments were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 28 day of Sept, 2001.


Paul H. Wooddell, Jr.
President & Incorporator

STATE OF FLORIDA DEPARTMENT OF STATE

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

I agree as Resident Agent to accept Service of Process; to keep an office open during prescribed hours, to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by Law.


Daniel L. Prewett, Registered Agent

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