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BUCCANEER SEAFOOD & BAIT, INC.

4250 46TH AVENUE SOUTH
ST. PETERSBURG, FLORIDA 33711
(727) 864-6429

August 21, 2001

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*****43.75 *****43.75

VIA CERTIFIED MAIL/
RETURN RECEIPT REQUESTED

Secretary of State of Florida
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

FILED
01 AUG 31 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: *Fantasia Seafoods, Inc.*

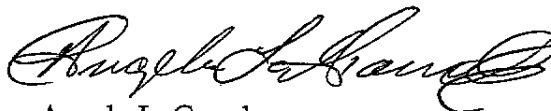
Dear Sir/Madam:

We are enclosing an Articles of Amendment to Articles of Incorporation in connection with the referenced matter to be filed by you. We are also enclosing our check in the amount of \$43.75 for the filing charges and certified copy. Please forward the certified copy to my attention in the enclosed stamped, self-addressed envelope.

Thank you for your assistance in this matter. Should you have any questions regarding the enclosed, please feel free to call me.

Very truly yours,

BUCCANEER SEAFOOD & BAIT, INC.



Angelo LoGrande
President

Enclosures

N/C

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**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
FANTASIA SEAFOODS, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 607.1001, 607.1003 and 607.1006 of the Florida Business Corporation Act, the undersigned corporation, **FANTASIA SEAFOODS, INC.**, a Florida corporation (the "**Corporation**"), adopts the following Articles of Amendment to amend its Articles of Incorporation:

1. **Name of the Corporation.** The name of the Corporation is Fantasia Seafoods, Inc.
2. **Text of the Amendment.** The Amendment changes the name of the Corporation and the Purpose. Accordingly: Article I and Article III of the Articles of Incorporation are amended in their entirety to read as follows:

ARTICLE I - NAME

The name of the Corporation is Buccaneer Seafood & Bait, Inc.


ARTICLE III - PURPOSE

The purpose for which the corporation is to engage and transact in any and all lawful activities or businesses permitted under the laws of the United States, the State of Florida, or any other state in the country, territory or nation.

3. **Date of Adoption.** The Amendment was adopted effective August 21, 2001.
4. **Manner of Adoption.** The Amendment was adopted by the written consent of the sole member of the Board of Directors and by the sole shareholder of the Corporation. The number of votes cast for the amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the President of the Corporation has signed these Articles of Amendment as of August 21, 2001.

FANTASIA SEAFOODS, INC.

By: 
Angelo LoGrande
President