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CARRIBEAN MARINE ENTERPRISES, INC. 2920 Point East Drive N-509 Aventura, Florida 33160

August 13, 2001

Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399 000004552800--7 -08/23/01--01073--002 ******43.75 ******43.75

in re:

Amendment to the Articles of Incorporation

Dear Sir or Madam:

Attached above is a postal money order payable to the Department of State in the amount of \$43.75, which covers the following:

- 1. The filing of the articles of amendment (two originals enclosed).
- 2. One certified copy of the amendment.

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SECRETARY OF STATE
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

CARRIBEAN MARINE ENTERPRISES, INC.

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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 adopted: Article 4 is amended to reflect the officers of the corporation:

 John D. Wilkinson, President, Secretary/Treasurer 2920 Point East Dr. N-509 Aventura, Florida 33160

SECOND: The amendment was adopted on July 6, 2001.

THIRD: The incorporators without shareholder action adopted the amendment, as shareholder action was not required.

SIGNED THIS EIGHTH DAY OF AUGUST, AD., 2001.

ANDREW POPE INCORPORATOR

