Rice & Graus, PH

Hitorneys and Counselors at Law

Nelissa K. Rice, Esq.

November 26, 2001

100004700351--1 -11/30/01--01050--015 *****43.75 *****43.75

Florida Department of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

RE: Filing Articles of Amendments

Dear Sirs:

Please find enclosed a check in the amount of \$43.75, which represents \$35.00 for a filing fee and \$8.75 for a Certificate of Status and the Articles of Amendment to Articles of Incorporation for our amended name change.

Please do not hesitate to contact us if you have any questions.

Sincerely,

Rice & Graus, PA

Melissa K. Rice, Esq.

For The Firm

I NOV 30 PM 3:

Encl.

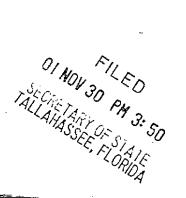
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



VQuest Marine Distributors, Incorporated
(present name)
P01000110710
(Document Number of Corporation (if known)
Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida pro \overline{f} it 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 Article I is hereby amended by deleting the same in its' entirety and substituting the following in the place thereof: "The name of this Florida Corporation is: OceanStar Marine, 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: 11/26/01

FOUR	RTH: 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.
٥	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).
	"The number of votes cast for the amendment(s) was/were sufficient for approval by" (voting group)
۵	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
٥	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 26 day of NOV , 2001.
Signature (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)	
	OR
(By a director if adopted by the directors)	
	OR
	(By an incorporator if adopted by the incorporators)
	Melissa K. Rice
	(Typed or printed name)
	Sec.
	(Title)