

P02000062898

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DREAM BOATS, INCORPORATED

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**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
DREAM BOATS, INCORPORATED**

Pursuant to Section 607.1006 of the Florida Business Corporation Act, the undersigned, being the Chief Executive Officer of DREAM BOATS, INCORPORATED, a Florida corporation (the "Corporation"), bearing Document Number P02000062898, does hereby submit these Articles of Amendment for the purpose of amending the Corporation's Articles of Incorporation as follows:

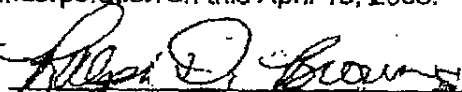
FIRST: Article IV of the Corporation's Articles of Incorporation shall be deleted in its entirety and replaced with the following:

**ARTICLE IV  
CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be Twenty-Five Million (25,000,000) shares of Common stock, par value \$0.0001 per share, and Five Million (5,000,000) shares of Preferred Stock, par value \$0.0001 per share. Series of Preferred Stock may be created and issued from time to time, with such designations, preferences, conversion rights, cumulative, relative, participating, optional, or other rights, including voting rights, qualifications, limitations, or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such series of preferred stock as adopted by the Board of Directors pursuant to the authority in this paragraph given.

SECOND: In accordance with Sections 607.0821 and 607.0704 of the Florida Business Corporation Act, the foregoing amendment was adopted pursuant to written consent of the Board of Directors and a majority of the holders of the voting capital stock of the Corporation dated April 12, 2006. Therefore, the number of votes cast for the Amendment to the Corporation's Articles of Incorporation was sufficient for approval.

IN WITNESS WHEREOF, the undersigned Chief Executive Officer has executed these Articles of Amendment to the Articles of Incorporation on this April 18, 2006.

  
Ralph Brown, Chief Executive Officer

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