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August 15, 2002

State of Florida
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 AUG 19 PM 4:27

Re: Island Nautical, Inc.

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-08/19/02--01041--002
*****43.75 *****43.75

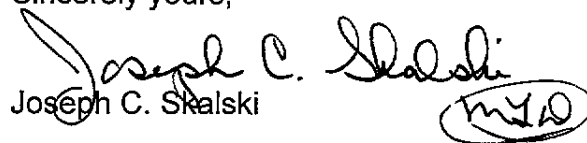
Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Amendment to the Articles of Incorporation for the above-referenced entity and our check in the amount of \$43.75 to cover the following:

✓	Filing Fee	\$ 35.00
✓	Certified Copy Fee	8.75

We would appreciate your filing the Amendment, certifying same and returning the certified copy to us.

Sincerely yours,


Joseph C. Skalski

Enclosures

Signed in my absence to avoid
further delay.

Amend.

V SHEPARD AUG 23 2002

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ISLAND NAUTICAL, 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:

Amendment adopted:

ARTICLE X – AMENDMENT is hereby deleted in its entirety and a new ARTICLE X – AMENDMENT shall be added in its place, to read as follows:

ARTICLE X AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders meeting by two-thirds of the stock entitled to vote thereon, unless all Directors and all Stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

SECOND:

The date of the adoption of the foregoing amendment is August 14, 2002.

THIRD:

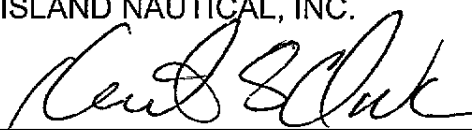
Adoption of Amendment:

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 15 day of AUGUST, 2002.

ISLAND NAUTICAL, INC.

By: _____



Kenneth D. Clark, Incorporator, Secretary