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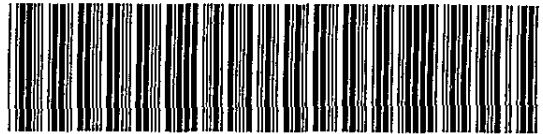
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TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: RIVIERA YACHTS INC.

DOCUMENT NUMBER: P03000081037

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Ryan B. Opel

(Name of Contact Person)

Kilpatrick Stockton LLP

(Firm/ Company)

1001 West Fourth Street

(Address)

Winston-Salem, NC 27101

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Ryan B. Opel

(Name of Contact Person)

at (336)

607-7435

(Area Code & Daytime Telephone Number)

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is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

**Articles of Amendment to
Articles of Incorporation of
Riviera Yachts, Inc.
P03000081037**

Pursuant to the provisions of section 607.1006, Florida Statutes, this ~~Florida Profit Corporation~~ adopts hereby adopts the following amendments to its articles of incorporation.

1. **NEW CORPORATE NAME:** Riviera Yachts of the Americas, Inc.
2. **AMENDMENTS ADOPTED:**
 - a. — Article I is hereby deleted in its entirety and the following new Article I is inserted in lieu thereof: "The name of the corporation is: RIVIERA YACHTS OF THE AMERICAS, INC."
 - b. Article II is hereby corrected and amended by replacing all references to "1900 Broadway Avenue" with "1940 Broadway Avenue."
 - c. Article V is hereby corrected and amended by replacing all references to "1900 Broadway Avenue" with "1940 Broadway Avenue."
 - d. Article VI is hereby corrected and amended by replacing all references to "1900 Broadway Avenue" with "1940 Broadway Avenue."
 - e. Article VII is hereby corrected and amended by replacing all references to "1900 Broadway Avenue" with "1940 Broadway Avenue."
3. This amendment does not provide for exchange, reclassification, or cancellation of issued shares.
4. The amendments contained herein were proposed and recommended by the board of directors and adopted by the sole shareholder on December 17, 2004.
5. The articles of amendment will be effective upon filing.

Signed this 17 day of December, 2004.

RIVIERA YACHTS, INC.

By: _____

Name: James J. Kaufman

Title: Chairman of the Board and President

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