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SECRETARY OF STATE
TALLAHASSEE, FL

Allweiss&Allweiss
ATTORNEYS AT LAW
A Partnership of Professional Associations

Allen P. Allweiss
Michael D. Allweiss

100 2nd Avenue South
Suite 704 S
St. Petersburg, FL 33701
(727) 827-4944
Fax (727) 827-4942

January 7, 2004

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

Re: Name Change – KHAMAN Holdings, Inc.

Dear Sir or Madame:

Enclosed please find the Articles of Amendment along with the appropriate fee for the same.

Thank you in advance for your attention hereto and if you have any questions or concerns, please do not hesitate to contact me.

Very truly yours,

Michael D. Allweiss

MDA/jml
Enclosures

ARTICLES OF AMENDMENT to
ARTICLES OF INCORPORATION of

KHAMAN Holdings, INC.

Document No. P03000099923

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its articles of incorporation:

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TALLAHASSEE, FLORIDA

NEW CORPORATE NAME (if changing):

APBA Offshore Racing Association, Inc.

AMENDMENT ADOPTED:

Delete: Article I – NAME

The name of this corporation is KHAMAN HOLDINGS, INC.

Add: Article I – NAME

The name of this corporation is APBA Offshore Racing Association, Inc.

Delete: Article V – REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are as follows:

Michael D. Allweiss, Esq.
100 Second Avenue South
Suite 704s
St. Petersburg, FL 33701

The mailing address of the corporation is:

100 Second Avenue South
Suite 704s
St. Petersburg, FL 33701

The street address of the principal office of the corporation in this State will be:

100 Second Avenue South
Suite 704s
St. Petersburg, FL 33701

Add: Article V – REGISTERED OFFICE AND REGISTERED AGENT

The name of the Registered Agent of this corporation and the street address of the Registered Office are as follows:

Gregory J. Humphries, Esq.
300 S. Orange Avenue
Suite 1000
Orlando, FL 32801

The mailing address of the corporation is:

4500 Horseshoe Bend
Merritt Island, FL 32953

The street address of the principal office of the corporation in this State will be:

4500 Horseshoe Bend
Merritt Island, FL 32953

Delete: Article VI – INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws but shall never be less than one (1). The name and address of the initial directors of this corporation are:

Gordon Kraft	12 Crooked Lane Naples, FL 34112	
Nigel Hook	12520 High Bluff Drive Suite 300 San Diego, CA 92130	
Michael Allweiss	100 Second Avenue South Suite 704s St. Petersburg, FL 33701	President/Secretary
Steve Miklos	5441 Provost Drive Holiday, FL 34690	

Allen P. Allweiss	100 Second Avenue South Suite 704s St. Petersburg, FL 33701	Vice President/Treasurer
Mark Nemschoff	4723 Evergreen Drive Sheboygan, WI 53081-8203	

Add: Article VI – INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws but shall never be less than one (1). The name and address of the directors of this corporation are:

Robert Bull, Jr.	4500 Horseshoe Bend Merritt Island, FL 32953	CEO
Jim Poplin	P.O. Box 546 Rossville, GA 30741	President
Debbie Bull	4500 Horseshoe Bend Merritt Island, FL 32953	Secretary

The date of each amendments adoption is JAN. 8, 2004.

The effective date of each amendments adoption is the date these amendments were signed.

The amendments were adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this 8th day of January, 2004

By: Incorporator – Michael D. Allweiss