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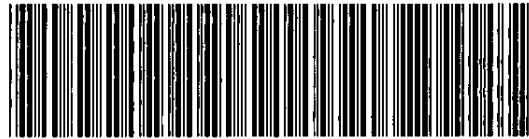
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: The Cruising Club - Florida, Inc.

DOCUMENT NUMBER: \_\_\_\_\_ (FEIN 45-2849441)

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

Please return all correspondence concerning this matter to the following:

Carlton A. Morris

Name of Contact Person

The Cruising Club - Florida, Inc.

Firm/ Company

2325 Mariner Drive, Harbour Inlet

Address

Fort Lauderdale, FL 33316

City/ State and Zip Code

Carlton @ thecruisingclub.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Carlton A. Morris at (954) 397 1185

Name of Contact Person

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is enclosed)

☒ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy is enclosed)

**Mailing Address**

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

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Articles of Amendment  
to  
Articles of Incorporation  
of

The Cruising Club - Florida, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

(FEIN 45-2849441)

(Document Number of Corporation (if known))

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**A. If amending name, enter the new name of the corporation:**

The Cruising Club - Boat Development Fund, Inc. The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co." A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

**B. Enter new principal office address, if applicable:**  
(Principal office address MUST BE A STREET ADDRESS)

2325 MARINER Drive  
Harbour Inlet, Ft. Lauderdale  
Florida, 33316

**C. Enter new mailing address, if applicable:**  
(Mailing address MAY BE A POST OFFICE BOX)

2325 Mariner Drive  
Harbour Inlet, Ft. Lauderdale,  
Florida, 33316

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

Name of New Registered Agent: \_\_\_\_\_

New Registered Office Address: \_\_\_\_\_

(Florida street address)

\_\_\_\_\_, Florida  
(City)

\_\_\_\_\_, Florida  
(Zip Code)

**New Registered Agent's Signature, if changing Registered Agent:**

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

\_\_\_\_\_  
Signature of New Registered Agent, if changing

**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**  
 (Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
Secretary	Carlton A. Morris	2325 Mariner Dr Harbour Inlet Ft. Lauderdale, FL 33316	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
Secretary	Mark Cairney	2325 Mariner Dr Harbour Inlet Ft. Lauderdale FL 33316	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
Treasurer	Carlton A Morris	2325 Mariner Dr Harbour Inlet Ft. Lauderdale, FL 33316	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
Treasurer	Mark Cairney	SAME	<input checked="" type="checkbox"/> Add

**E. If amending or adding additional Articles, enter change(s) here:**  
 (attach additional sheets, if necessary). (Be specific)

Authorize Seventy Million (70,000,000) additional  
 shares of Common Stock, par value of  
 \$0.001.

**F. 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:**  
 (if not applicable, indicate N/A)

The date of each amendment(s) adoption: 22 SEPTEMBER 2011  
(date of adoption is required)

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

**Adoption of Amendment(s) (CHECK ONE)**

☐ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ 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)

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated 22 SEPTEMBER 2011

Signature \_\_\_\_\_

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Carlton A. Morris  
(Typed or printed name of person signing)

President  
(Title of person signing)