



THE UNITED STATES
CORPORATION
COMPANY

P93000011308

ACCOUNT NO. : 072100000032

REFERENCE : 139054 4326591

AUTHORIZATION : *Patricia Pizito*

COST LIMIT : \$ 43.75

ORDER DATE : February 18, 1999

ORDER TIME : 1:56 PM

ORDER NO. : 139054-005

CUSTOMER NO: 4326591

CUSTOMER: Mr. Cody Waters
Fowler White Gillen Boggs
Suite 1700
501 East Kennedy Boulevard
Tampa, FL 33602

Name Change
FILED
99 FEB 18 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: CLEARWATER BAY MARINA, INC.

EFFECTIVE DATE:

400002779684--2

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS: *Dr*

RECEIVED
99 FEB 18 PM 3:06
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

AMENDMENT TO ARTICLES OF INCORPORATION
OF
CLEARWATER BAY MARINA, INC.

FILED
99 FEB 18 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHEREAS, the Articles of Incorporation of CLEARWATER BAY MARINA, INC. were filed with and approved by the Secretary of State of the State of Florida effective the 15th day of February, 1993; and

WHEREAS, an Amendment to the Articles of Incorporation of CLEARWATER BAY MARINA, INC., was filed with and approved by the Secretary of State of the State of Florida on the 13th day of October, 1993; and

WHEREAS, it is the intention of the sole director and the sole stockholder of CLEARWATER BAY MARINA, INC. that the Articles of Incorporation of CLEARWATER BAY MARINA, INC. be amended, in accordance with the proposed amendment hereinafter set forth; and

WHEREAS, the proposed amendment was approved and adopted by the sole director of CLEARWATER BAY MARINA, INC., pursuant to the provisions of Florida Statutes, Section 607.0821, on the 17th day of February, 1999; and

WHEREAS, the proposed amendment was approved and adopted by the sole stockholder comprising the only voting group of stockholders of CLEARWATER BAY MARINA, INC., pursuant to the provisions of Florida Statutes, Section 607.0704, on the 17th day of February, 1999; and

WHEREAS, the approval of the Secretary of State of the State of Florida of the proposed amendment hereinafter set forth is hereby requested.

NOW, THEREFORE, the Articles of Incorporation of CLEARWATER BAY MARINA INC., are hereby amended by deleting in its entirety the present Article I and by substituting therefor the following, to-wit:

"ARTICLE I

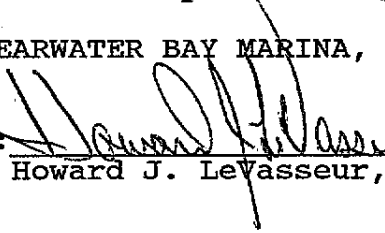
Name

The name of the corporation shall be:

VASS Holdings, Inc."

IN WITNESS WHEREOF, this Amendment to Articles of Incorporation is hereby executed on behalf of CLEARWATER BAY MARINA, INC. by its President this 17th day of February, 1999.

CLEARWATER BAY MARINA, INC.

By: 
Howard J. LeVasseur, President