P9300031288 ACCOUNT FILING COVER SHEET

ACCOUNT NUMBER: FCA 000000005	
ACCOUNT NUMBER: FCA 00000000000000000000000000000000000	
GOD ACCI.)	
DATE: 2-27-97	0021001133
REQUESTER NAME: LEXIS DOCUMENT SER	CES
ADDRESS: P.O. BOX 2969 SPRINGFIELD, ILLINOIS 62708	/ 3000021901133
CONTACT NAME: CYNTHIA WOODYARD (90-	(C) 4 (I)
CORPORATION NAME: Scott fr	Anna Amen
Jan ve crosses	NI CONTRACTOR
AUTHORIZATION:	
CERTIFIED COPY (1-9) CERTIFICATE OF STATUS (1-9) - 2 PLAIN STAMPED COPY CALL WHEN READY () CALL IF PROBLEM	S Showing name e please
() CALL WHEN READY () CALL IF PROBLES WALK IN () WILL WAIT () MAIL OUT (IF APPLICABLE)	() AFTER 4:30 () PICK-UP
N. HENDRICKS FEB 2 7 1997	- mar
300.334 .973 8	



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

February 8, 1999

Australian Gold Yacht Charters, Inc. 6270 Corporate Drive Indianapolis, IN 46278

SUBJECT: AUSTRALIAN GOLD YACHT CHARTERS, INC.

Ref. Number: P93000031288

An audit of the records of the Division of Corporations indicates that a name change amendment was filed on February 27, 1997 for SCOTT FREE, INC. changing the corporate name to AUSTRALIAN GOLD YACHT CHARTERS, INC. This document, however, is missing from our records.

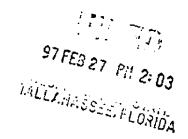
Could you provide the Division of Corporations with a copy of this amendment either by mail, or preferably by fax at (850) 487-6897. Thank you for your assistance.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6901.

Letter Number: 599A00005519

Susan Payne Senior Section Administrator

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION OF SCOTT FREE, INC.



The undersigned shareholder of Scott Free, Inc. (the "Corporation"), existing pursuant to the Florida 1989 Business Corporation Act, as amended (the "Act") desiring to give notice of corporate action effectuating amendment of certain provisions of its Articles of Incorporation, certifies the following facts:

ARTICLE I

AMENDMENT

- Section 1. The date of incorporation of the Corporation is April 26, 1993.
- Section 2. The name of the Corporation following this amendment to the Articles of Incorporation is AUSTRALIAN GOLD YACHT CHARTERS, INC.

ARTICLE II

Manner of Adoption and Vote

Section 1. Action by Shareholders:

The sole shareholder of the Corporation entitled to vote in respect of the Articles of Amendment adopted the proposed amendment by written consent of the Shareholders on February 10, 1997.

Section 2. Compliance with Legal Requirements:

The manner of the adoption of the Articles of Amendment and the vote by which they were adopted constitute full legal compliance with the provisions of the Act, the Articles of Incorporation, and the By-Laws of the Corporation.

)

)

I hereby verify subject to penalties for perjury that the statements contained are true this 10 day of February, 1997.

AUSTRALIAN GOLD HOLDINGS, INC.

by: Ineur Ha Mr. 1.5.

Trevor Gray, its President

490039.1