

Attorney and Counselor at Law

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December 21st, 2000

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 500003513685---7 -12/27/00--01010-006 ******43.75 ******43.75

RE: PARADISE MARINE OF MELBOURNE, INC. Amendment

Dear Secretary of State:

Enclosed please find the Articles of Amendment for PARADISE MARINE OF MELBOURNE, INC., along with my check in the amount of \$43.75. This covers the \$35.00 filing fee and \$8.75 for a certified copy to be return to this office in the self addressed stamped envelope.

Thank you for your attention to this matter. Should you have any questions, please do not hesitate to contact this office.

Very truly yours

THOMAS W. DEANS, ESQ.

TWD.jaf

Mr. Deans authorized to delete no shares Were issued and to add titles for pres and secretary.

9:43

Amend 1-12-2001

ARTICLES OF AMENDMENT

The Articles of Incorporation of PARADISE MARINE OF MELBOURNE, INC., are hereby amended by unanimous consent of all Shareholders and Directors of PARADISE MARINE OF MELBOURNE, INC., as follows:

ARTICLE ONE

The name of the corporation is PARADISE MARINE OF MELBOURNE, INC.

ARTICLE TWO

The following amendment to the Articles of Incorporation was adopted by

unanimous consent of the board of directors and all shareholders on December 21", 2000.

Article THREE is amended to read:

SIMONI

The authorized capital stock of the corporation shall be 600,000 shares of common voting stock. The whole or any part of the capital stock of this corporation shall be payable in the lawful money of the United States of America, or property or labor or services at a just valuation to be fixed by the directors. Each share of stock shall have a par value of \$1.00 per share.

The undersigned have executed these articles of amendment this 21st day of December 2000.

Sec.

OO DEC 27 AM

9:43

A. GREENBERG Director/Shareholder/President

MIE BETH NOR Shareholder / Secret

SCHMELZER Shareholder