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BASIC AMENDMENT

BELLA MARINE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

| BELL | A MARINE | , INC. | |
|-------------|---------------------|------------------------|--|
| | | • | |
| | | | |
| | (present | name) | |
| | P9500001 | 0451 | |
| | (Document Number of | Corporation (If known) | |

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

THE NEW BOARD OF OFFICER DIRECTOR SHAIL BE:

- -SALVATORE J. JULIANO Jr. (P) 5835 SW MAPP RDAD, PALM CITY, FI 34990
- SALLY ANN FORD (S) 3417 S.E. BEVIL AVENUE, PORT ST. LUCIE, FL
- LUCY JULIAND (VIT)
 5835 SW MAPP ROAD, PALM CITY 1 FL 34990
- ANTHONY S. JULIANO (T)
 5835 SW MAPP ROAD, PALM CITY, FL 34990

SECOND: 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, are as follows:

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| THIRD: T | ne date of each amendment's adoption: 8 13 02 |
|-------------|---|
| FOURTH: | Adoption of Amendment(s) (CBECK ONE) |
| × | The amendment(s) was/were approved by the shareholders. The number of votes east for the amendment(s) was/were sufficient for approval. |
| D | 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) |
| | , , |
| Q | 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. |
| Signature X | Signed this 13 day of AUGUST 2002 By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) |
| | OR |
| | (By a director if adopted by the directors) |
| | OR |
| | (By an incorporator if adopted by the incorporators) |
| | (Lly at montpressor is suppose by the montposessor) |
| | LUCY JULIANO (Typed or printed name) |
| | V-PRESIDENT |