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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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	NonProfit		Resignation	n of R.A., Officer/Dire	ector		> >	
	Limited Liability		Change of	Registered Agent				
	Domestication		Dissolution	n/Withdrawal				
	Other		Merger					
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OTHER FILINGS'
Annual Report
Fictitious Name
Name Reservation

REGISTRATION QUALIFICATION
Foreign
Limited Partnership
Reinstatement
 Trademark
Other

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 25, 1997

HUDSON BOAT PRODUCTS C/O HELEN STURGILL 169 HAGUE COURT SPRING HILL, FL 34606

SUBJECT: HUDSON BOAT PRODUCTS INC.

Ref. Number: P97000010434

We have received your document for HUDSON BOAT PRODUCTS INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Letter Number: 197A00042676

Karen Gibson Corporate Specialist

RECEIVED
SEP 11 PH 8: 1

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

HUDSON BOAT PRODUCTS, INC
(present name)

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)

Article II Amended, June 3, 1997. The principle place of business will be located at the following address effective July 1, 1997.

18819 - Unit 1 Sakera Road Hudson, Fl. 34667

Article III Amended, April 3, 1997. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is:

TEN MILLION SHARES (10,000,000)

Article IV Amended, June 3, 1997. The name and address of the registered agent is: Helen Sturgill, 169 Hague Court, Spring Hill, Fl. 34606.

Newly appointed officers are as follows:

Effective June 3, 1997
Helen Sturgill, President
Jayne Schuetter, Vice President
Shirly Rodarmel, Secretary, Treasurer
Doug Sehl, CEO

Board Of Directors are as follows:

Doug Sehl Jayne Schuetter Shirley Rodarmel Helen Sturgill Ray Smith 97 SEP 12 AM 9: 46
SECRETARISEE, FLORID

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:

THIRD:	Th	e date of each amendment's adoption: April 3, 1997				
		Adoption of Amendment(s) (CHECK ONE)				
C	ב	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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 v separately on the amendment(s):						
		"The number of votes cast for the amendment(s) was/were sufficient for approval by				
		voting group				
K	X	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.				
`	117	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.				
	Si	gned this day 3 of April , 1997				
Signatur	re _	(By the Chairman or 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)				
		Doug Sehl				
		Typed or printed name				
		1 Hell Pass DIR.				
		Title				

1 /

CERTIFICATION OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501 FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS HUDSON BOAT PRODUCTS, INC.

18819 Unit 1 Sakera Road Hudson, Florida 34667

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

Helen Sturgill 169 Hague Court Spring Hill, Florida 34606

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature Sturgell

9-7-97 Date