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Dunkley & Associates

Requestor's Name

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Adures Corol Gables FL 33143

City Blate ZIP Phone

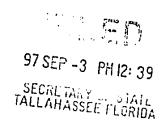
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CORPORATION(S) NAME

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CR2E031 (R8-85)



ARTICLES OF AMENDMENT

<u>TO</u>

ARTICLES OF INCORPORATION

<u>of</u>

Atlantic Ocean Motors, Inc.

Pursuant to the provisions of section 607.1006, Florida statutes, the undersigned corporation adopts the following articles of amendment to its Articles of incorporation:

(Vice President)

FIRST: Amendment Adopted:

Article VII - The board of directors and officers are as follows.

Adalberto Cruz \$ 70 (President)

Carlos M. Hernandez \$ 30

SECOND: The date of each amendment' adoption is August 28, 1997.

THIRD: Adoption of Amendment.

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 28th Day of August 1997.

Atlantic Ocean Motors, Inc.

BY: Acutation Carlos M. Hernandez, Vice President