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June 18, 2001

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

RE: The Airboat Experience of the Everglades, Inc.

Dear Sir or Madam:

Enclosed herewith please find Articles of Amendment to Articles of Incorporation together with a copy for the above-mentioned corporation. Would you kindly file said documents and return them to this office. Also enclosed is a check in the sum of \$35.00 representing the filing fees in this regard.

Should you have any questions relative to this matter, please do not hesitate to contact me.

Sincerely,

Ronald S. Webster/mae
Ronald S. Webster

RSW/mae

enclosure(s)

Amend.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
01 JUN 20 AM 11:26

V SHEPARD JUN 27 2001

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

The Airboat Experience of the Everglades, INC.

(present name)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JUN 20 AM 11:26

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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 officers of the corporation shall be as follows:

KARL L. PREDMORE
PO Box 57
Goodland, FL 34140

P/T/S

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: The date of each amendment's adoption: _____

FOURTH: Adoption of Amendment(s) (check one)

____ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

____ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

X ____ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. unanimous

____ 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)

(continued)

Signed this 15 day of JUNE, 2001

By Karl L. Predmore
(Chairman or Vice Chairman of the Board of Directors, President or
other officer if adopted by the shareholders)
OR
(A director or incorporator if adopted by the directors or incorporators)

Karl L. Predmore Karl L. Predmore
(Typed or printed name)

Vice-President

(Title)