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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF COMET HOLDINGS CORP.

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TALLAHASSEE, FLORIDA

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 adopted: <u>ARTICLE I - NAME</u> is amended in its entirety to read as follows:

"The name and address of the corporation is Comet Marine Corp., 3573 Arnold Avenue, Unit A, Naples, FL 34104."

SECOND: Amendment adopted: <u>ARTICLE III - CAPITAL STOCK</u> is amended in its entirety to read as follows:

"The maximum number of shares of stock this corporation is authorized to have outstanding at any time is Ten Million (10,000,000) shares of common stock, each having no par value.

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

Each share of common stock outstanding on the effective date of filing these Articles of Amendment shall be automatically converted into 20,000 shares of common stock."

THIRD: The date of each amendment's adoption is: September 28, 1998.

FOURTH: Adoption of Amendments:

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

Signed this 28th day of September, 1998.

DEAN S. SKILLMAN, President