



THE UNITED STATES
CORPORATION
COMPANY

P97000067175

ACCOUNT NO. : 072100000032

REFERENCE : 524660 126795A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : September 10, 1997

ORDER TIME : 11:33 AM

ORDER NO. : 524660-005

CUSTOMER NO: 126795A

CUSTOMER: Evan R. Marbin, Esq
Franklin & Marbin, P.a.
Penthouse 104
48 East Flagler Street
Miami, FL 33131

800002200738--5
09/10/97--01094--012
*****35.00 *****35.00

DOMESTIC AMENDMENT FILING

NAME: HELLS BAY BOAT CO.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS:

97 SEP 10 PM 3:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

97 SEP 10 PM 1:52
RECEIVED
DIVISION OF CORPORATION

9/10
Name Change

ARTICLES OF AMENDMENT TO THE ARTICLES OF
INCORPORATION OF

HELLS BAY BOAT CO.

FILED
97 SEP 10 PM 3:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendments to its Articles of Incorporation:

1. The name of the corporation is HELLS BAY BOAT CO.
2. The Articles of Incorporation (the "Articles of Incorporation") were originally filed on July 30, 1997.
3. Every place in the Articles of Incorporation referring to the name "Hells Bay Boat Co." shall be replaced with the name "Hells Bay Boat Works Co."
4. The foregoing amendment was adopted on the 8th day of September, 1997
5. The foregoing amendment was duly adopted by the incorporator of the corporation and shareholder action is not required.

DATED: September 9, 1997.

HELLS BAY BOAT CO., now known as **HELLS
BAY BOAT WORKS CO.**

BY: _____


EVAN R. MARBIN, Incorporator