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BASIC AMENDMENT

DEFIANT POWERBOATS, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
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Audit # H03000344927
**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
DEFIANT POWERBOATS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Business and Mailing Address

The mailing address and street address of the Corporation are:

314 E. Harrison St.
Tampa, FL 33602

Second Amendment:

Registered Office and Agent

The street address of the registered office of this Corporation is:

314 E. Harrison St.
Tampa, FL 33602

and the name of its registered agent at such address is:

R. Gale Porter, Jr.

Third Amendment:

Board of Directors

This Corporation shall have One director(s). The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1).

The name and address of the directors of this Corporation is:

Name and Address
R. Gale Porter, Jr., President
314 E. Harrison St.
Tampa, FL 33602

JAN 09 2004 12:52PM HP LASERJET 3200

Jan-09-04 12:17P alternative tax sys

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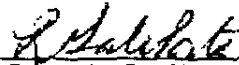
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The Adoption of Amendment(s) was/were adopted by the board of directors on December 31, 2003 without shareholder action and shareholder action was not required.

Signed on December 31, 2003.

Signature¹



R. Gale Porter, Jr., President/Director

¹This form was prepared with the assistance of CourtAccess Centers of America Inc., a non-lawyer located at 3249 W Cypress St., Suite C, Tampa, FL 33607, 813-875-1333.

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ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

Date: December 31, 2003



R. Gale Porter, Jr.

This form was prepared with the assistance of CourtAccess Centers of America, Inc., a non-lawyer located at 3249 W Cypress St., Suite C, Tampa, FL 33607, (813)-875-1333.

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