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W&W

ATTORNEYS AT LAW

WELLBAUM & WOLFF, P.A.

R. W. WELLBAUM, JR.  
LORI WELLBAUM WOLFF\*  
\*ALSO ADMITTED IN CALIFORNIA

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ENGLEWOOD, FLORIDA 34223  
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FAX (941) 475-2927

January 17, 2002

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

Re: Boca Boats, Inc.

Dear Sir or Madam:

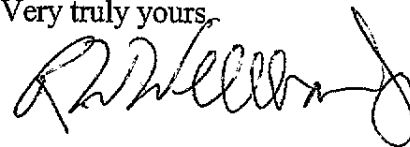
Please find enclosed an original and one copy of the Amended Articles of Incorporation for the above referenced matter.

Please file the Amended Articles of Incorporation with the State and return five (5) certified copies of same to my office.

Also, enclosed is a check in the amount of \$78.75 for costs of filing and certified copies.

Should you have any questions, please contact my office.

Very truly yours,

  
for Lori Wellbaum Wolff

LWW/alc

Enclosures

100004788461--3  
-01/22/02--01069--014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

FILED STATE  
SECRETARY OF CORPORATIONS  
02 JAN 22 PM 3:15

N/C

V SHEPARD JAN 29 2002

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
SUNSPLASH BOAT RENTALS, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 JAN 22 PM 3:15

*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:*

**ARTICLE I: NAME**

The name of this corporation is: BOCA BOATS, INC.

**ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS**

The street address and the mailing address of the registered office and the principal office of this corporation is 5 Leeward Drive, Cape Haze, Florida 33946, and the name of the registered agent of this corporation at that address is CRAIG B. WOLCOTT.

The above amendments to Article I and Article IV, were approved and adopted by the shareholders on November 16, 2001. The number of votes cast for the amendments were sufficient for approval being a unanimous vote of all shares outstanding.

IN WITNESS WHEREOF, the undersigned officers and directors have executed these Articles of Amendment to the Articles of Incorporation, this 16<sup>th</sup> day of November, 2001.

  
CRAIG B. WOLCOTT, President

  
KATHLEEN WOLCOTT, Secretary

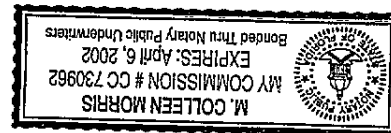
STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 16<sup>th</sup> day of November, 2001,  
by Craig B. Wolcott, President and Kathleen Wolcott, Secretary who are personally known to  
me; or who has provided FL Driver's Licenses  
\_\_\_\_\_ as identification.

M. Colleen Morris

Signature of Notary  
State of Florida



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

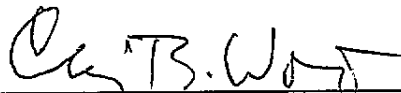
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In pursuance of Chapter 48-091, Florida Statutes, the following is submitted, in compliance with said Act:

That **Boca Boats, Inc.** a corporation organized under the laws of the State of Florida, with its principal office as indicated in the amended Articles of Incorporation, in the town of Boca Grande, State of Florida, has named Craig B. Wolcott, 5 Leeward Drive, Cape Haze, Florida 33946, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

  
\_\_\_\_\_  
CRAIG B. WOLCOTT