

JOE MIKLAS

ATTORNEY, P.A.

P98000048093

October 12, 2000

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

800003425948--3
-10/16/00--01095--006
****227.50 *****35.00

Re: Captains Cabin Too, Inc.

Dear Sir or Madam:

With reference to the above corporation, enclosed please find the following:

1. Original Resignation of Registered Agent
2. Original Officer/Director Resignation of Thomas D. Tyree
3. Original Officer/Director Resignation of Thomas C. Hettenbaugh
4. Original Statement of Change of Registered Officer or Registered Agent or Both for Corporations
5. Original Article of Amendment to Articles of Incorporation
6. This firm's trust account check in the amount of \$227.50 for the filing fees

Please file the enclosed. Thank you.

Very truly yours,



Pamela Babson
for Joe Miklas

/pb
Enclosure

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT 16 PM 4:57

FILED

10/25
Al
Amend

Offices: Mile Marker 88.7 • Florida Keys 33070
Mail: Post Office Box 366 • Islamorada, Florida Keys 33036

Telephone: 305-852-7225 • Facsimile: 305-852-4323

ARTICLE OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CAPTAINS CABIN TOO, INC.,
a Florida corporation

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: Article VII is amended to read as follows:

The number of directors constituting the Board of Directors of the corporation is one or more. The name and address of the director is:

BILL TWITCHIN
136 Gimpy Gulch Drive
Islamorada, Florida 33036

SECOND: Article VIII is added as follows:

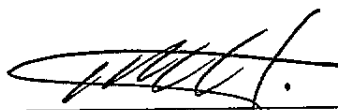
The name and address of the officers of the corporation, who shall hold office until their successors are elected or appointed are as follows:

BILL TWITCHIN
President/Secretary
136 Gimpy Gulch Drive
Islamorada, Florida 33036

THIRD: The date of each amendment's adoption is October 12, 2000.

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

Signed this 12 day of October, 2000.



Bill Twitchin, President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT 16 PM 4: 57

FILED