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KATHRYN F. CAUSEY, C.P.A.
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August 28, 2000

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

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-08/30/00--01048--002
*****35.00 *****35.00

Re: R&D Shellfish, Inc.

Gentlemen:

Enclosed please find original and one copy of amendment to Articles of Incorporation, together with check for \$ 35.00.

This represents the cost of amendment filing fees for incorporation. The designated registered agent remains the same.

Most sincerely,

Kathryn F. Causey
Kathryn F. Causey, C.P.A.

FILED
00 AUG 30 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

*****Mailing Address of the Corporation*****

P. O. Box 96
Trenton, Fl. 32693

***** (352)463-0502 *****

NC
FLB
9-12

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

R&D SHELLFISH, INC.

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 AND ONLY AMENDMENT: Amendment adopted:

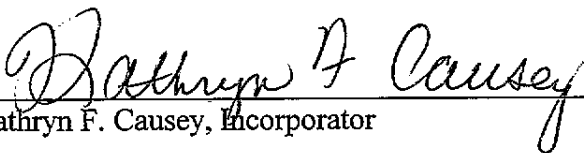
ARTICLE I. NAME

The name of the corporation shall be Dog Island Blues Clam Company.
The date of the amendment's adoption was August 1, 2000.

This amendment was adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this 28th day of August, 2000.

Signature


Kathryn F. Causey, Incorporator

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TALLAHASSEE, FLORIDA