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Florida Department of State
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DIVISION OF CORPORATIONS

BASIC AMENDMENT

BUCCANEER DIVERS, INCORPORATED

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

Amendment
9-12-00
Ann Fisher DC

**ARTICLES OF AMENDMENT TO THE ARTICLES
OF INCORPORATION OF
BUCCANEER DIVERS, INCORPORATED**

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

1. The name of the corporation is Buccaneer Divers, Incorporated.
2. Article III is amended to read as follows:

The corporation is authorized to issue the following capital stock:

<u>No. Shares</u>	<u>Classification</u>	<u>Par Value</u>
5,000	Common	\$.10

Subject to applicable Florida statutes, every Shareholder, upon the sale of any new stock of the corporation of the same kind, class or series as he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

3. The following Article VI is added:

ARTICLE VI SHAREHOLDER PROPERTY

Private property of the shareholders shall not be subject to the payment of the corporation's debts. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of the shareholders to the corporation.

4. The following Article VII is added:

ARTICLE VII AMENDMENTS TO ARTICLES

The Directors shall have the power to amend or repeal these Articles of Incorporation with not less than a two-thirds vote of the common stock.

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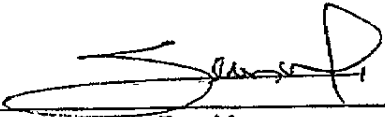
5. All outstanding stock certificates of the corporation shall be recalled, endorsed to the corporation for reissue, and voided. All shareholders shall be issued new certificates for the appropriate number of shares.

6. The amendment was unanimously adopted on September 6, 2000.

7. The amendment was duly approved by the Shareholders in accordance with section 607.1006.

Dated: Sept. 07, 2000

BUCCANEER DIVERS, INCORPORATED

By: 
Carlos A. Serra, President

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