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BASIC AMENDMENT

MARATHON BOAT YARD - CADIZ DIESEL, INC.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

MARATHON BOAT YARD - CADIZ DIESEL, 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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article I is hereby amended in its entirety to read as follows:

The name of the corporation is Marathon Boat Yard Diesel, Inc..

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

THIRD: The date of each amendment's adoption: June 14, 2000.

FOURTH: Adoption of Amendment(s)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

Signed this 20th day of June, 2000.

//

Signature

BRUCE K. POPHAM

Typed or printed name

Title

OO JUN 20 PH 4: 49
SECRETARISE OF STATE
TALLAHASSEE, FLORIDA

JOHN J. WOLFE, ESQ. 2975 OVERSEAS HIGHWAY MARATHON, FL 33050