S384560

Worrell Enterprises, Inc.

Robert M. Smither, Jr.
CFO

561-338-3298
561-338-7652 (fax)

June 4, 1997

Amendment Section
Florida Secretary of State
409 East Gaines Street
Tallahassee, FL 32314

400002206684--5
-06/09/97--01183--010
*****55.00 *****55.00
500002222715--6
-06/25/97--01078--011
*****32.50 *****32.50

RE: Articles of Amendment to the Articles of Incorporation of Vessel Sales, Inc. (changing its name to Yoyodine. Motions, Inc.

Gentlemen:

Enclosed herewith are the original and one copy of the Articles of Amendment to the Articles of Incorporation of Vessel Sales, Inc. (changing the name of the corporation to Yoyodine Motions along with our check in the amount of $35 for the filing fee (add $20 for a certified copy of the amendment).

If you need any additional information, please contact me at the above telephone number. I would appreciate it if you would send the certified copy of this amendment to my attention at the above address. Thank you.

Amend/N.C.

Sincerely,

Robert M. Smither, Jr.

enclosures

FILED
97 JUN 20 AM 10: 58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sandy Morick GAVE
AUTHORIZATION BY PHONE TO
CORRECT New Corp. Name
DATE 6-23-97
DOC. EXAM VGW

VGW
6-23-97

Worrell Enterprises, Inc.

Robert M. Smither, Jr.,
CFO

1450 South Dixie Highway
Boca Raton, Florida 33432
USA

June 17, 1997

Vickie Witfield
Division of Corporation
409 East Gaines Street
Tallahassee, FL 32314

Dear Mrs. Witfield,

Enclosed, please find a check for $32.50 in payment of the name change for Vessel Sales, Inc. to Yoyodine Motions, Inc.

I appreciate the time you took to contact me and all your help in resolving the situation. Thank you so much.

Sincerely,

Robert M. Smither, Jr.

RMSjr:sm
Enc.

tel: 561/338-3298

fx: 561-338-7652
e-mail: slitherjr@aol.com

ARTICLES OF AMENDMENT OF
THE ARTICLES OF INCORPORATION OF
VESSEL SALES, INC.

1. The Board of Directors of Vessel Sales, Inc., a Florida corporation, unanimously consented to and approved as of June 1, 1997, resolutions finding that the following proposed Amendment to the Articles of Incorporation was in the best interest of the corporation and directing that such proposed amendment be submitted to a vote of the stockholders:

That the present Article I be deleted and the following substituted therefore:

Article 1. Name. The name of the corporation is:

Yoyodine Motions, Inc.

2. In lieu of a meeting, the stockholders of all the issued and outstanding stock of the corporation, being 100 shares of common stock, $1.00 par value, waived notice of any meeting to vote on and consented to and adopted as of June 1, 1997, the Amendment proposed by the Board of Directors, as set forth above.

3. The Amendment effected no change in the stated capital of the corporation.

Executed in the name of the corporation by its Vice President and Assistant Secretary as of this 1st day of June, 1997.

FILED
97 JUN 20 AM 10: 58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vessel Sales, Inc.

By: Robert M. Smither
Robert M. Smither, Jr.
Vice President & Asst. Secretary

STATE OF FLORIDA)
COUNTY OF PALM BEACH) ss:

SUBSCRIBED AND SWORN to before me, the undersigned Notary Public, this 1 day of June, 1997, by Robert M. Smither, Jr., as Vice President and Assistant Secretary of Vessel Sales, Inc., on behalf of the corporation, and who is personally known to me and who (X did) or (____ did not) take an oath.

7-26-99
My commission expires:

CC484117
Commission Number:

[NOTARIAL SEAL]

Sandra J Morick
Notary Public
Printed Name: Sandra J. Morick

NOTARY PUBLIC STATE OF FLORIDA
OFFICIAL NOTARY SEAL
SANDRA J MORICK
COMMISSION NUMBER
CC484117
MY COMMISSION EXP.
JULY 26,1999

UNANIMOUS CONSENT OF
THE STOCKHOLDERS AND DIRECTORS OF VESSEL SALES, INC.

The undersigned, being all of the members of the board of directors and all of the stockholders of all of the issued and outstanding stock of Vessel Sales, Inc., a Florida corporation, do hereby waive notice of any meeting to vote on, and consent to and approve the following resolutions provided for therein, without the necessity of a meeting:

RESOLVED, that the Articles of Incorporation of the Corporation be amended as follows:

That the present Article I be deleted and the following substituted therefore:

Article 1. Name. The name of the corporation is:

Yoyodine Motions, Inc.

FURTHER RESOLVED, that the President or a Vice President and the Secretary or an Assistant Secretary of the corporation are hereby authorized and directed to execute appropriate Articles of Amendment of the Articles of Incorporation of the Corporation to effect the foregoing amendment and to file such Articles, and any other appropriate documents, with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned stockholders and directors have executed this consent as of this 1st day of June, 1997.

DIRECTORS:

Thomas E. Worrell, Jr., Director

Edwin M. Freakley, Director

Robert M. Smither, Jr., Director

SHAREHOLDERS:

The Aeacus Real Estate Limited Partnership, Shareholder, by its general partner, Fenstone Developments Limited

By: ______________________
Robert M. Smither, Jr., Power of Attorney for Fenstone Developments Limited

Odette A. Worrell, Shareholder

97 JUN 20 AM 10: 58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED