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FILED
02 JAN -4 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 604260 85323A
AUTHORIZATION :
COST LIMIT : \$ PPD

ORDER DATE : January 4, 2002
ORDER TIME : 11:06 AM
ORDER NO. : 604260-005
CUSTOMER NO: 85323A
CUSTOMER: Karl C. Landsteiner, Esq
Karl C. Landsteiner, Esq
Suite 300, Ncnb Bank Building
2133 Winkler Avenue
Fort Myers, FL 33901

Name Change Amend

RECEIVED
02 JAN -4 PM 12:57
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: EVEREST MARINE, INC.

EFFECTIVE DATE:

800004751628--3
-01/04/02--01051--002
*****35.00 *****35.00

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

800004751628--3
-01/04/02--01051--003
*****8.75 *****8.75

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER'S INITIALS:

ADR
1/4/02

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
EVEREST MARINE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The following provisions of the Articles of Amendment of **EVEREST MARINE, INC.**, a Florida corporation, filed in Tallahassee, Florida on October 26, 2001 and they hereby are amended in the following particulars:

Article I be, and it hereby is, amended to read as follows:

The name of the corporation is: **EVEREST MARINA, INC.**

2. The foregoing amendments were adopted by the Stockholders and Directors of the corporation on the 28th day of October, 2001.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 28th day of October, 2001.

3. The number of votes cast for the amendment by the shareholders was sufficient for approval.

EVEREST MARINA, INC

By: _____

John Huebner
JOHN HUEBNER, President

By: _____

Barbara Huebner
BARBARA HUEBNER, Secretary

Huebner

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal for the corporation this 28 day of October, 2001.

Barbara Huebner

Barbara Huebner, Secretary

(CORPORATE SEAL)

RESOLUTION CHANGING CORPORATE NAME

OF

EVEREST MARINE, INC.

RESOLVED AS FOLLOWS:

1. That the name of the Corporation is changed to that of EVEREST MARINA, INC.
2. That the President and Secretary be, and they hereby are, authorized and directed to execute Articles of Amendment to the Articles of Incorporation and to have said instrument filed in the Office of the Secretary of State in Tallahassee, Florida.
3. That the Secretary be, and she hereby is, authorized to execute a Certificate of Amendment to the By-Laws of this corporation evidencing the change of the corporate name as authorized hereby, and to affix said Certificate to the By-Laws of this corporation.
4. That the President and Secretary be, and they hereby are, authorized and directed to execute any further documents, pay the necessary fees and costs, and to do any and all things that may be necessary to effectuate the foregoing resolutions.

DATED this 28 day of October, 2001.


Barbara Huebner, Secretary