

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Sea-Pro Boats, Inc.		12/13/2005	CORPORATION: SOUTH CAROLINA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bluewater Marine Group, Inc.		
<b>Street Address:</b>	182 Sea Pro Drive		
<b>City:</b>	Newberry		
<b>State/Country:</b>	SOUTH CAROLINA		
<b>Postal Code:</b>	29108		
<b>Entity Type:</b>	CORPORATION: SOUTH CAROLINA		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2394665	SEA-PRO	
Registration Number:	2532984	PALMETTO	
Registration Number:	2813721	SEA BOSS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(864)282-1177		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	864-282-1151		
<b>Email:</b>	kstearing@nexsenpruet.com		
<b>Correspondent Name:</b>	Kathy J Steading		
<b>Address Line 1:</b>	PO Box 10107		
<b>Address Line 4:</b>	Greenville, SOUTH CAROLINA 29603-0107		
<b>ATTORNEY DOCKET NUMBER:</b>	25068-2		
<b>NAME OF SUBMITTER:</b>	John B Hardaway III		

CH \$90.00 2394665

Signature:

/JBHIII/

Date:

03/13/2006

Total Attachments: 2

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MAR 07 2006

STATE OF SOUTH CAROLINA  
SECRETARY OF STATE

  
SECRETARY OF STATE OF SOUTH CAROLINA

ARTICLES OF AMENDMENT

TYPE OR PRINT CLEARLY IN BLACK INK

Pursuant Section 33-10-106 of the 1976 South Carolina Code of Laws, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation

- 1 The name of the corporation is Sea-Pro Boats, Inc
- 2 Date of Incorporation January 5, 1988
- 3 Agent's Name and Address 75 Beattie Place, Greenville, SC 29601
- 4 On December 13, 2005, the corporation adopted the following Amendment (s) of its Articles of Incorporation (Type or attach the complete text of each Amendment)

Paragraph 1 of the Articles of Incorporation is deleted in its entirety and substituting in lieu thereof a new Paragraph 1 to read in its entirety as follows:

"1 The name of the corporation is *Bluewater Marine Group, Inc* "

- 5 The manner, if not set forth in the Amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the Amendment shall be effected, is as follows (if not applicable, insert "not applicable" or "NA")  
N/A

- 6 Complete either "a" or "b", whichever is applicable

- a  Amendment(s) adopted by shareholder action  
At the date of adoption of the Amendment, the number of outstanding shares of each voting group entitled to vote separately on the Amendment, and the vote of such shares was

Voting Group	Number of Outstanding Shares	Number of Votes Entitled to be Cast	Number of Votes Represented at the meeting	Number of Undisputed* Shares	
				For	or Against
Common	22,244	22,244	22,244	22,244	

051215-0094 FILED 12/15/2005  
BLUE WATER MARINE GROUP, INC  
Filing Fee \$110.00 ORIG



Mark Hammond

South Carolina Secretary of State

TRADEMARK

Sea-Pro Boats, Inc.

Name of Corporation

**\*NOTE** Pursuant to Section 33-10-106(6)(i) of the 1976 South Carolina Code of Laws, as amended, the corporation can alternatively state the total number of disputed shares cast for the amendment by each voting group together with a statement that the number of cast for the amendment by each voting group was sufficient for approval by that voting group

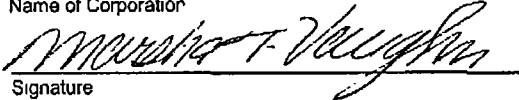
b  The Amendment(s) was duly adopted by the incorporators or board of directors without shareholder approval pursuant to Section 33-6-102(d), 33-10-102 and 33-10-105 of the 1976 South Carolina Code of Laws, as amended, and shareholder action was not required

7 Unless a delayed date is specified, the effective date of these Articles of Amendment shall be the date of acceptance for filing by the Secretary of State (See Section 33-1-230(b) of 1976 South Carolina Code of Laws, as amended) January 1, 2006

Date December 13, 2005

Sea-Pro Boats, Inc.

Name of Corporation



Signature

Marsha T. Vaughn, Assistant Secretary

Type or Print Name and Office

#### FILING INSTRUCTIONS

- 1 Two copies of this form, the original and either a duplicate original or a conformed copy, must be filed
- 2 If the space in this form is insufficient, please attach additional sheets containing a reference to the appropriate paragraph in this form
- 3 Filing fees and taxes payable to the Secretary of State at time of filing application

Filing Fee	\$ 10 00
Filing tax	<u>100 00</u>
Total	\$110 00

Return to Secretary of State  
P O Box 11350  
Columbia, SC 29211