



820927

FILED
00 OCT 23 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 865749 4709391
AUTHORIZATION : *Patricia Pruitt*
COST LIMIT : \$ 35.00

ORDER DATE : October 17, 2000
ORDER TIME : 9:52 AM
ORDER NO. : 865749-085
CUSTOMER NO: 4709391
CUSTOMER: Ms. Diane Hertel
Outboard Marine Corporation
100 Sea-horse Drive
Waukegan, IL 60085

RECEIVED
DEPARTMENT OF STATE
DIVISION OF REGISTRATIONS
00 OCT 23 AM 10:55
NOT RECORDED
TO APPROVED
SUFFICIENCY OF FILING

CHANGE OF AGENT

NAME: OMC LATIN AMERICA/CARIBBEAN
INC.

400003434884--3

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull

G. COULLETTE OCT 23 2000

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: OMC LATIN AMERICA/CARIBBEAN, INC.

2. The mailing address of the corporation is: 100 Sea-Horse Drive, Waukegan IL, 60085

3. Date of incorporation/qualification: 11/29/67 Document number: 820927

4. The name and address of the current registered agent and office:

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

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The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

[Signature]
(Signature of an officer, chairman or vice chairman of the board)

Oct. 16, 2000
(Date)

GORDON G. REPP, ASSISTANT SECRETARY
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

By: [Signature: Bobbie Hall] Oct. 18, 2000
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

Bobbie Hall, Asst. Vice President
(Typed or Printed Name) (Capacity)

*** FILING FEE: \$35.00 ***