

F97000001418



ACCOUNT NO. : 072100000032

REFERENCE : 315574 4304990

AUTHORIZATION : *Patricia Puyet*

COST LIMIT : \$ 35

ORDER DATE : April 2, 1997

ORDER TIME : 10:04 AM

ORDER NO. : 315574-005

300002132673--8

CUSTOMER NO: 4304990

CUSTOMER: Elaine Desrochers, Legal Asst
Ropes & Gray
One International Place

Boston, MA 02110

FILED
97 APR -3 PM 2:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FOREIGN FILINGS

NAME: GB ACQUISITION, INC.

PROFIT
 NON-PROFIT

CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith *4/3*

*John
name
Change*

RECEIVED
97 APR -3 PM 12:08
DIVISION OF CORPORATION

**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMEND-
MENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

(s. 607.1504, F.S.)

FILED
97 APR -3 PM 2:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SECTION I (1-3 must be completed)

1. GB Acquisition, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Incorporated under laws of: Delaware
3. Date authorized to do business in Florida: March 19, 1997

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

March 20, 1997

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

Nitro Leisure Products, Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

N/A

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A

Amin J. Khoury
Signature

March 24, 1997
Date

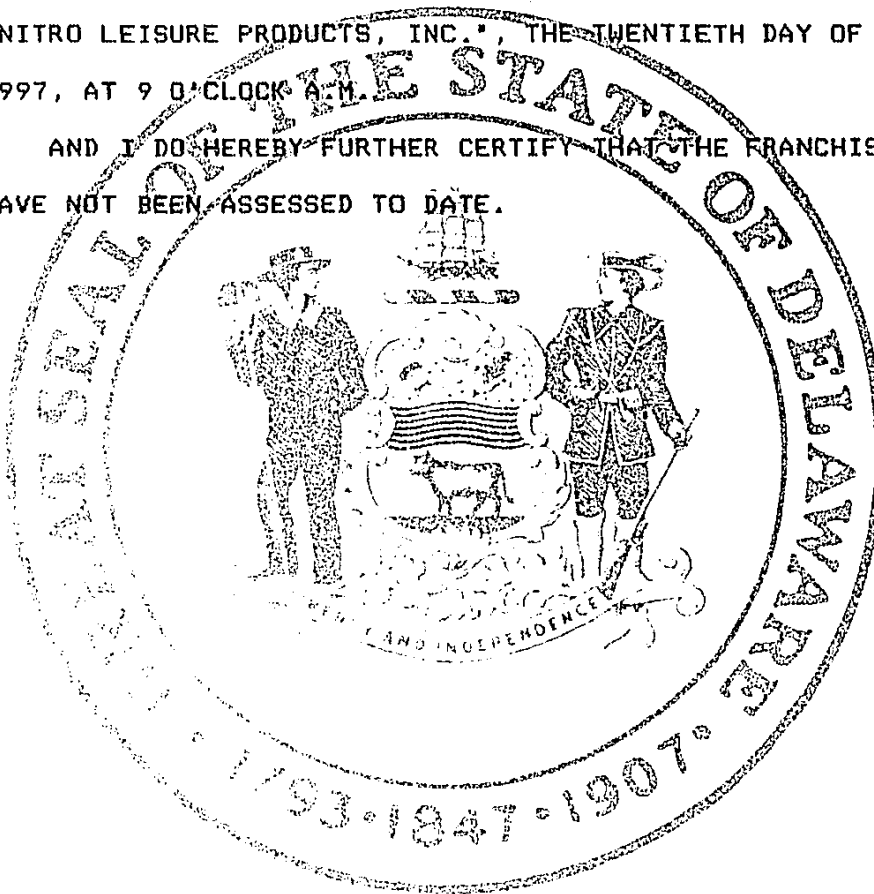
Amin J, Khoury
Typed or printed name

President
Title

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "GB ACQUISITION, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "NITRO LEISURE PRODUCTS, INC.", THE TWENTIETH DAY OF MARCH, A.D. 1997, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

2724729 8320

971106903

AUTHENTICATION:

8401923

DATE:

04-02-97