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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
ERC 12/7

L.I. MULLER & ASSOCIATES, INC.

November 30, 2005

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Flexin Athletics Incorporated

Dear Sir or Madam:

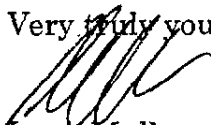
Please file the attached Certificate of Amendment on an expedited basis.

Enclosed is a check covering the \$35 filing fee.

Should there be an error on the attached please contact me ASAP at the info below.

Thank you for your attention to this matter.

Very truly yours,


Isaac Muller

Email: Isaac@incbypro.com

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ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
of FLEXIN ATHLETICS INCORPORATED

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment(s) adopted:

Article IV: The authorized shares of the corporation are herein amended to be 100,000,000 shares of common stock, \$0.0001 par value, and 50,000,000 shares of preferred stock, \$0.0001 par value.

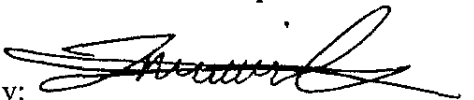
Article V: This Article referencing directors and officers is eliminated in its entirety.

SECOND: The effective date of this amendment is upon filing of this amendment with the Florida Division of Corporations.

THIRD: The amendment was approved by the shareholders of the Corporation and unanimously approved by the Board of Directors of the Corporation. The number of votes cast for the amendment was sufficient for approval.

Signed: this 28th day of November, 2005.

Flexin Athletics Incorporated

By: 

S. Isaac Daniel
President and CEO

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TALLAHASSEE, FLORIDA