

P04000122825

(Requestor's Name)

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PICK-UP WAIT MAIL

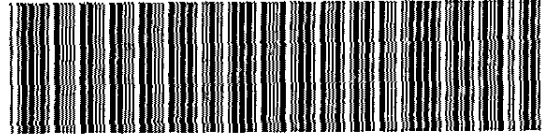
(Business Entity Name)

(Document Number)

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FILED
04 OCT 20 PM 4:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
04 OCT 19 AM 10:40
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Amend + p.c.

Q. Gonzalez OCT 20 2004



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 930673 4330594
AUTHORIZATION : Patricia Pignatelli
COST LIMIT : \$ 43.75

ORDER DATE : October 18, 2004
ORDER TIME : 9:51 AM
ORDER NO. : 930673-010
CUSTOMER NO: 4330594
CUSTOMER: Mr. Carlos Mas
Adorno & Yoss, P.a.
Suite 1600
2601 South Bayshore Drive
Miami, FL 33133

DOMESTIC AMENDMENT FILING

NAME: MILLER ACQUISITION, INC.

XX ARTICLES OF AMENDMENT
XX AFFILIATION LETTER

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Troy Todd -- EXT# 2940
EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

October 19, 2004

CSC
ATTN: TROY
TALLAHASSEE, FL

SUBJECT: MILLER ACQUISITION, INC.
Ref. Number: P04000122825

RESUBMIT

(FILE SECOND)

We have received your document for MILLER ACQUISITION, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 104A00059918

RECEIVED
04 OCT 20 PM 4:32
STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
MILLER ACQUISITION, INC.

FILED
04 OCT 20 PM 4:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, President of Miller Acquisition, Inc., a Florida corporation organized and existing under and by virtue of the Florida Business Corporation Act (the "Corporation"), does hereby certify:

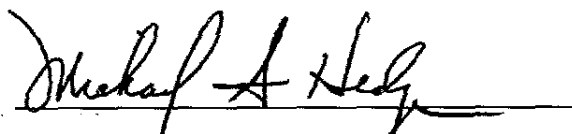
1. The name of the Corporation is Miller Acquisition, Inc.
2. Article I of the Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

ARTICLE I - NAME AND BUSINESS ADDRESS

The name of this Corporation is Miller Golf Company. Its principal office address and business mailing address is 835 Bill Jones Industrial Way, Springfield, Tennessee 37172, Attention: Michael Hedge.

3. The foregoing amendment was recommended by the Board of Directors on October 15, 2004.
4. The foregoing amendment was approved by the shareholders of the Corporation pursuant to Section 607.1003(5) on October 15, 2004.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 15th day of October, 2004.


Michael S. Hedge, President

MILLER GOLF COMPANY, LLC

11 COMMERCE ROAD
ROCKLAND, MASSACHUSETTS 02370
800-343-1000 MAIN TELEPHONE
781-878-1942 FACSIMILE

October 18, 2004

Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32301

Re: Miller Golf Company, LLC, a Florida limited liability company (the
"Company")

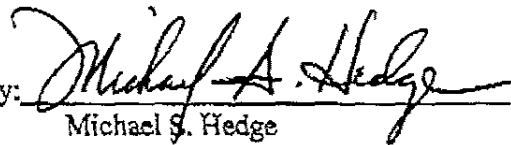
Ladies and Gentlemen:

In connection with an asset purchase transaction with Miller Golf Acquisition, Inc., a Florida corporation, the Company hereby consents to the filing by Miller Golf Acquisition, Inc. of Articles of Amendment to its Articles of Incorporation changing its name to "Miller Golf Company." The Company consents to the use of that name by Miller Golf Acquisition, Inc. Accordingly, please accept and file the Articles of Amendment of Miller Golf Acquisition, Inc. attached hereto.

Sincerely,

Miller Golf Company, LLC

By:



Michael S. Hedge
Chief Executive Officer