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SECRETARY OF STATE  
DIVISION OF CERTIFICATES  
03 MAR 24 PM 3:05

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

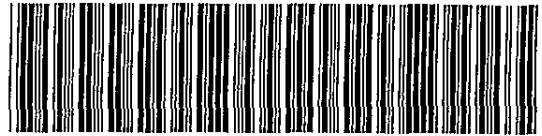
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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*Amend.*

V SHEPARD APR 1 2003

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March 19, 2003

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Certificate of Amendment

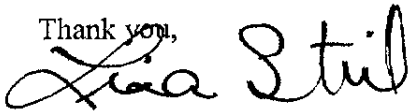
To Whom It May Concern:

Enclosed herewith please find the original and one (1) copy of the Certificate of Amendment to the Articles of Incorporation for Internet Sports Network, Inc., along with our firm's check in the amount of \$43.75 representing the following fees:

Filing Fee	\$35.00
Certified Copy Fee	\$ 8.75
Total	\$43.75

Please return to us a certified copy of the Certificate of Amendment in the enclosed self-addressed stamped envelope. All correspondence regarding this filing should be directed to me at the above address.

Thank you,



Lisa Steil, Esquire  
For the Firm

Enc.

LS:ch

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF  
INCORPORATION  
OF INTERNET SPORTS NETWORK, INC.

FILED  
SECRETARY OF CORPORATION  
DIVISION OF CORPORATION  
03 MAR 24 PM 3:05

1. Name of Corporation: Internet Sports Network, Inc.
2. The Board of Directors of Internet Sports Network, Inc. adopted the resolution approving the amendment to the Articles of Incorporation on March 13, 2003.
3. This amendment to the Articles of Incorporation of Internet Sports Network, Inc. does not adversely affect the rights or preferences of the holders of outstanding shares of any class or series and does not result in the percentage of authorized shares that remain unissued after the division exceeding the percentage of authorized shares that were unissued before the division or combination.
4. The authorized common stock of the corporation shall be increased from 100,000,000 shares of common stock to 200,000,000 shares of common stock.
5. This amendment to the Articles of Incorporation of was made in connection to the division of the Internet Sports Network, Inc.'s common stock increasing Internet Sports Network, Inc.'s authorized common stock from 100,000,000 to 200,000,000 shares.
6. Article IV of the Articles of Incorporation of Internet Sports Network, Inc. is deleted in its entirety and replaced with the following:  
**"ARTICLE IV – CAPITAL STOCK**  
**The Corporation has the authority to issue two hundred million (200,000,000) shares of common stock, with a par value of \$.001 per share."**
7. This amendment shall become effective upon March 24, 2003 or such date soon thereafter as this amendment is filed with the Secretary of the state of Florida.

Except as otherwise required by law and except for such voting powers with respect to the election of Directors or other matters as may be stated in the resolutions of the Board of Directors creating any series of Common

or Preferred Stock, the holders of such series shall have no voting power whatsoever.

Signatures:

A handwritten signature in black ink, appearing to be "Jason Taylor", written over a horizontal line.

Jason Taylor, sole officer and director