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Division of Corporations

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Florida Department of State
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BASIC AMENDMENT

ALL SPORTS TELEMETRY, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AMEND
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DEAN MEAD ORLANDO

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
ALL SPORTS TELEMETRY, INC.**

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

ARTICLE I - NAME

The name of the corporation is All Sports Telemetry, Inc. (hereinafter referred to as the "Corporation").

ARTICLE II - ADOPTION AND TEXT OF AMENDMENTS

The sole Director of the Corporation approved a resolution amending Article III of the Articles of Incorporation by Written Consent dated September 10th 2001, in accordance with the provisions of Section 607.0821 of the Florida Statutes, all of the shareholders of the Corporation approved the resolution amending Article III of the Articles of Incorporation by Written Consent dated September 10th 2001, in accordance with the provisions of Section 607.0704 of the Florida Statutes, and the number of votes cast for the amendment to the Articles of Incorporation was sufficient for approval. The following is a true and correct copy of the resolution amending Article III of the Articles of Incorporation:

RESOLVED, that Article III of the Articles of Incorporation of the Corporation be amended in its entirety to read as follows:

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"ARTICLE III. CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is 20,000,000 shares of common stock having a par value of \$.001 per share."

ARTICLE III - EFFECTIVE DATE OF AMENDMENT

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing the Articles of Amendment to the Articles of Incorporation with the Secretary of State of the State of Florida.

Dated this 10th day of September, 2001.

ALL SPORTS TELEMETRY, INC.

By: 
Daniels J. Coughlin, III, President and CEO