240346

JACK RUSSELL COMPANY, INC.
465 Riverside Drive - Stuart, FL 34994-2582
Telephone (407) 287-1377 Facsimile (407) 288-4969

TO: **DATE:** June 25, 1997

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

800002225128--6
-06/27/97--01084--012
*****35.00 *****35.00

Attention: Amendments Section

Gentlemen:

Enclosed is our check in the amount of $35.00 payable to the Secretary of State, covering the fee to file an Amendment to our Articles of Incorporation as per the enclosed form which has been signed and notarized. We will pend our files accordingly for receipt of approval.

If additional information is required or if you have any questions, please feel free to call me on our toll free number 1-888-289-9696.

Arlene Brammer
Arlene Brammer

/ab

Enclosure

FILED
97 JUN 27 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
7/2

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

JACK RUSSELL COMPANY, INC.

(present name)

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: *(indicate article number(s) being amended, added or deleted)*
AMENDED
ARTICLE I: The new name of the corporation shall be: RUSSELL PROMOTIONS, INC.

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TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: June 24, 1997.

FOURTH: Adoption of Amendment(s) **(CHECK ONE)**

- [x] The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

- [ ] The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

  "The number of votes cast for the amendment(s) was/were sufficient for approval by ______________________."
  voting group

- [ ] The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

- [ ] The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 24 day of June, 1997.

Signature Luther J. Russell, Chairman
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

____
Typed or printed name

____
Title

STATE OF FLORIDA
COUNTY OF MARTIN

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared LUTHER J. RUSSELL, known personally to me to be the person who executed the foregoing Articles of Amendment as Chairman and Director and he acknowledges before me that he executed said Articles of Amendment.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 24th day of June, 1997.

Arlene P. Brammer

Arlene P. Brammer, Notary Public
State of Florida

My Commission Expires:
July 14, 2000

NOTARY PUBLIC
STATE OF FLORIDA

ARLENE P BRAMMER
My Commission CC569148
Expires Jul. 14, 2000