

478255

DIANE S. GUTHRIE

ATTORNEY AT LAW
25 McLEOD STREET
POST OFFICE BOX 541323
MERRITT ISLAND, FL 32954-1323
TELEPHONE: (407) 453-6690
FACSIMILE: (407) 453-6691

October 6, 1998

FILED
98 OCT -8 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
P. O. Box 5588
Tallahassee, Florida 32314

500002659015--3
-10/08/98-01044-001
*****35.00 *****35.00

In Re: The Hustler Bar and Poolroom, Inc.

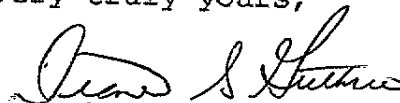
Dear Ladies:

Enclosed herewith please find the original and one copy of Articles of Amendment to Articles of Incorporation for the above-referenced corporation. Please provide this firm with a copy of the filed Articles of Amendment.

In that regard, I enclose this firm's check made payable to Florida Division of Corporations in the sum of \$35.00, representing the filing fee for the Articles of Amendment.

Thank you for your assistance in this matter.

Very truly yours,



Diane S. Guthrie

DSG:mlt

Enclosures: as stated

VS OCT 13 1998

N/C

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THE HUSTLER BAR AND POOLROOM, INC.

FILED
98 OCT -8 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

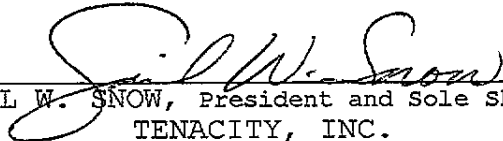
Pursuant to the provisions of Section 607.106, Florida Statutes, THE HUSTLER BAR AND POOLROOM, INC. adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The Corporation hereby amends Article I of the Articles of Incorporation, changing the name of the Corporation from THE HUSTLER BAR AND POOLROOM, INC. to TENACITY, INC.

SECOND: The date of the adoption of the Amendment to Article I of the Articles of Incorporation was September 30, 1998.

THIRD: The Articles of Amendment to Articles of Incorporation changing the name of the Corporation to TENACITY, INC. was approved by the sole director, officer and shareholder of the Corporation. The number of votes cast for adoption of the amendment was sufficient for approval.

SIGNED this 30th day of September, 1998.


GAIL W. SNOW, President and Sole Shareholder
TENACITY, INC.