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H08968

July 9, 1998

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

RE: Articles of Amendment to Articles of Incorporation of
Pride Outdoor Products, Inc.
Corporate Number: H08968

800002587018--1

Gentlemen:

-07/13/98--01105--014
*****96.25 *****96.25

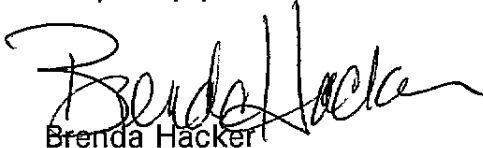
Enclosed please find the following regarding the above referenced matter:

1. Original, properly executed Articles of Amendment changing the corporate name to Pride Outdoor Products Group, Inc.;
2. My operating account check, made payable to the Department of State in the amount of \$96.25; and
3. A pre-addressed and stamped envelope for returning a certified copy of the amendment and a certificate of status to me.

Kindly file the enclosed Articles of Amendment at your earliest possible convenience. Once you have done so, please provide me with a certified copy and a certificate of status.

Thank you for your anticipated cooperation and prompt attention to this matter.

Very truly yours,


Brenda Hacker

BH/me

Enc.

cc: Pride Outdoor Products Group, Inc.

FILED
98 JUL 13 AM 9:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nk Amend

See 7/17

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PRIDE OUTDOOR PRODUCTS, INC.**

FILED
98 JUL 13 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to it's Articles of Incorporation:

FIRST: Amendment adopted:

ARTICLE I NAME is hereby amended to read:

The name of the corporation shall be:

Pride Outdoor Products Group, Inc.

And this corporation shall hereafter be known as **Pride Outdoor Products Group, Inc.**

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:

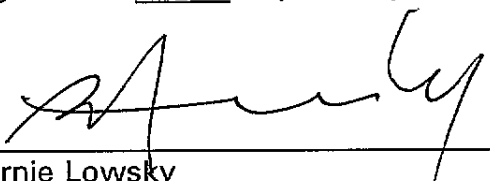
N/A

THIRD: The date of the amendment's adoption is July 1, 1998.

FOURTH: Adoption of Amendment

This amendment was duly approved by the shareholders and the Board of Directors. The number of votes cast for the amendment was sufficient for approval.

Signed this 8th day of July, 1998.



Bernie Lowsky
President/Director