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* ALSO ADMITTED IN DISTRICT OF COLUMBIA
AND NEW YORK
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NEW YORK OFFICE
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BOCA RATON (561) 361-9600
FAX (561) 361-9770

N99000004611

January 25, 2001

Via Federal Express
Department of State
Division of Corporations - Certification Section
P.O. Box 6327
Tallahassee, FL 32314

300003582143--5
-01/26/01--01129--002
*****35.00 *****35.00

RE: Filing of Articles of Amendment

Dear Sir/Madam:

Enclosed please our law firm's check in the sum of \$ 35.00 to file the enclosed original Articles of Amendment for PALM BEACH PANTHERS HOCKEY, INC.

Also enclosed is a self-addressed stamped envelope for the filed Articles to be returned to us.

If you have any questions, please do not hesitate to call. Thank you for your assistance with this matter.

Very truly yours,

Claudia Liberman

Claudia Liberman, Legal Assistant

/cll
Enclosure

Amend
T. LEWIS FEB 5 2001

FILED
01 FEB -5 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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February 2, 2001

* ALSO ADMITTED IN DISTRICT OF COLUMBIA
AND NEW YORK
** ALSO ADMITTED IN DISTRICT OF COLUMBIA
AND PENNSYLVANIA

Thelma Lewis
Corporate Specialist Supervisor
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Palm Beach Panthers Hockey, Inc.
Reference No. N99000004611

Dear Ms. Lewis:

In accordance with your letter of January 20, 2001, a copy of which I enclose, Palm Beach Panthers Hockey, Inc. hereby submits its corrected Articles of Amendment, reflecting attendance of the Voting Members at the meeting at which the Amendment was adopted. Kindly process this corrected Articles of Amendment and acknowledge its filing to me.

Very truly yours,

Edward B. Cohen
(by ell)

Edward B. Cohen

EBC/cil
enclosure

Signed in Mr. Cohen's
absence to avoid delay.



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 30, 2001

CLAUDIA LIBERMAN, LEGAL ASSISTANT
SCHWARTZ, GOLD, COHEN, ZAKARIN ET AL
54 S.W. BOCA RATON BLVD.
BOCA RATON, FL 33432-4708

SUBJECT: PALM BEACH PANTHERS HOCKERY, INC.
Ref. Number: N99000004611

We have received your document for PALM BEACH PANTHERS HOCKERY, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must state that there are no members or members entitled to vote.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 701A00005583


**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
PALM BEACH PANTHERS HOCKEY, INC.**

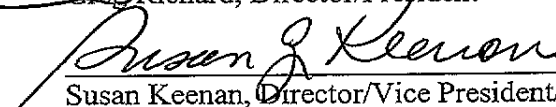
At a duly constituted meeting of the Directors, ^{Voting Members} and Officers of Palm Beach Panthers Hockey, Inc., the following Amendments to the Articles of Incorporation dated June 24, 1999 and filed with the Florida Secretary of State on August 4, 1999, were adopted:

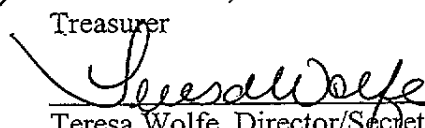
1. Article IV, entitled "Purposes", shall include the following:
 - D. The purposes for which the Corporation is organized are exclusively charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.
 - E. Notwithstanding any other provisions in these Articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
2. The following Article XIII, entitled "Dissolution", shall be added to the Articles:


In the event of dissolution of the Corporation, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 503(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, or corresponding Sections of any prior or future Internal Revenue Code, or to the federal, state, or local government for exclusive public use.

The foregoing Amendment was duly adopted at a properly noticed meeting of the Directors, ^{Voting Members} and Officers of the Corporation conducted on January 9, 2001.


Greg Richard, Director/President


Susan Keenan, Director/Vice President/
Treasurer


Teresa Wolfe, Director/Secretary


Agie Freeman, Director/Registrar