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Investigators:
Ronald H. Jordan
Frank Martelli
Allen H. McCreight
Brooke D. Roberts
Alfred W. Scudieri

REPLY TO: Tampa

800003453478--6
-11/06/00--01108--002
*****35.00 *****35.00

November 1, 2000

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Attention: Amendment Department

Re: Articles of Amendment to the Articles of Incorporation for
Player Connection, Inc.

Dear Sir or Madam:

Enclosed is the original Articles of Amendment to the Articles of Incorporation of Player Connection, Inc. together with this firm's check in the amount of \$35.00 representing the filing fee for amending the Articles of Incorporation.

If you should have any questions, please do not hesitate to contact me.

Very truly yours,

John R. Newcomer, Jr.

JRN/pt
Enclosure

FILED
00 DEC 11 PM 2:31
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

0000000012791
578 00
Amend
12-11-00



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 20, 2000

JOHN R. NEWCOMER, JR.
P.O. BOX 1259
ST. PETERSBURG, FL 33731

SUBJECT: PLAYER CONNECTION, INC.
Ref. Number: P00000012791

We have received your document for PLAYER CONNECTION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 100A00059397

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REPLY TO: Tampa

December 11, 2000

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Attention: Carol Mustain
Corporate Specialist
Amendment Department

Re: Articles of Amendment to the Articles of Incorporation for
Player Connection, Inc.

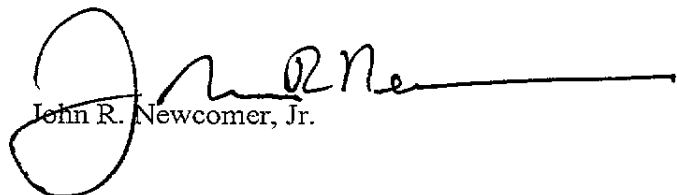
FILED
00 DEC 11 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Ms. Mustain:

I am in receipt of your letter of November 20, 2000 wherein you returned the above-referenced Articles of Amendment to the Articles of Incorporation of Player Connection, Inc indicating that the Amendment must be signed by the corporation's directors. The directors of Player Connection, Inc. have now executed the corrected Amendment and I enclose it with this letter for filing. Please apply the \$35.00 check previously forwarded toward the filing fee.

If you should have any questions, please contact me.

Very truly yours,


John R. Newcomer, Jr.

JRN/pt
Enclosure

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
PLAYER CONNECTION, INC.**

PLAYER CONNECTION, INC., hereinafter called the "Corporation," a corporation organized and existing under and by virtue of Chapter 607, Florida Statutes, does hereby certify as follows:

ONE: Article IV of the Articles of Incorporation is hereby amended by striking out Article IV thereof in its entirety, and by substituting in lieu of said Article, the following new Article IV:

ARTICLE IV

The total number of shares of all classes of capital stock which the Corporation has authority to issue is one million, fifty thousand (1,050,000) shares, consisting of (i) one million (1,000,000) shares of Common Stock, par value \$.01 per share (the "Common Stock") and (ii) fifty thousand (50,000) shares of Preferred Stock (the "Preferred Stock"). Preferred Stock authorized hereunder shall be "blank check" Preferred Stock and, as such, subject to the provisions and may be designated by the Corporation's Board of Directors to have such voting powers, full or limited, or no voting powers and such designations, preferences and relative, participating, optional or other special rights, and qualifications, limitations or restrictions thereof, as the Corporation's Board of Directors shall deem appropriate.

The foregoing amendment was adopted pursuant to a Resolution voted upon by the directors and stockholders of the Corporation unanimously on the 8th day of December, 2000.

PLAYER CONNECTION, INC.

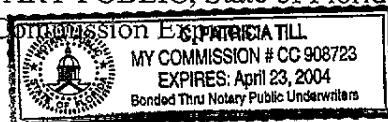
By: [Signature]
James Chester, Director and Shareholder

By: [Signature]
Curtis Pope, Director and Shareholder

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me, this 8th day of December, 2000, by James Chester, as Director and Shareholder of Player Connection, Inc., a Florida corporation, on behalf of the corporation. James Chester is personally known to me and did take an oath.

[Signature]
NOTARY PUBLIC, State of Florida
My Commission Expires



STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me, this 8th ^{December} ~~November~~, 2000, by James Chester, as Director and Shareholder of Player Connection, Inc., a Florida corporation, on behalf of the corporation. James Chester is personally known to me and did take an oath.

C. Patricia Till

NOTARY PUBLIC, State of Florida
My Commission Expires:

