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Whitfield Acquisition, Inc.  
321 N. Kentucky Avenue, Suite 1  
Lakeland, FL 33801  
864-683-5523 (Phone)  
846-683-5651 (Fax)

April 22, 2002

100005507211--9  
-05/13/02--01084--012  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**RE: Articles of Amendment to the Articles of Incorporation  
Document # P98000092437**

To Whom It May Concern:

Enclosed are the Articles of Amendment to the Articles of Incorporation of Whitfield Acquisitions, Inc., f/k/a Sportsweb.com, Inc., along with a check in the amount of \$43.75 to cover all fees, including certified copies of the Articles.

If you require any further information, please contact me at the above phone or fax.

Yours truly,



Donald R. Mastropietro  
President and Corporate Secretary

Encls.

FILED  
02 MAY 13 PM 12:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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and

**ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
Whitfield Acquisitions, Inc. f/k/a  
Sportsweb.com, Inc.**

Whitfield Acquisitions, Inc. f/k/a Sportsweb.com, Inc., a Florida corporation (the "Corporation"), hereby certifies as follows:

The Sole Shareholder and the Board of Directors of the Corporation, by unanimous vote, amend the Articles of Incorporation of the Corporation by deleting the present form of Article I in its entirety and by substituting, in lieu thereof, the following:

**"ARTICLE I**

**Corporate Name and Principle Office**

The name of this corporation is Whitfield Acquisitions, Inc. and its principal office and mailing address is 321 N. Kentucky Avenue, Suite 1, Lakeland, FL 33801."

**IN WITNESS WHEREOF**, the Corporation has caused this Articles of Amendment to be prepared under the signature of its President, Secretary, Chairman and Sole shareholder this 22nd day of April 2002.

Whitfield Acquisitions, Inc.

By: \_\_\_\_\_

Donald R. Mastropietro  
President, Secretary, Chairman  
and Sole Shareholder

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 22nd day of April 2002 by Donald R. Mastropietro, an individuals known to me, in his capacities as President and Corporate Secretary of Whitfield Acquisitions, Inc., a Florida corporation, on behalf of the corporation and for the uses and purposes described therein.

\_\_\_\_\_  
Teresa B. Crowley, Notary Public  
My Commission Expires:



Teresa B Crowley  
My Commission CC788230  
Expires December 28, 2002

**FILED**  
02 MAY 13 PM 12:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA