

P00000067571

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*Amend NC
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TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Black Forest Racing Corp.

DOCUMENT NUMBER: P00000067571

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jason S. Mankoff, Esquire
(Name of Person)

Weiner & Aronson, P.A.
(Name of Firm/ Company)

102 N. Swinton Avenue
(Address)

Delray Beach, FL 33444
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Jason S. Mankoff, Esquire at (561) 265-2666
(Name of Person) (Area Code & Daytime Telephone Number)

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Enclosed is a check for the following amount:

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| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) |
|--|---|--|---|

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

Street Address
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Articles of Amendment
to
Articles of Incorporation
of

FILED
04 JUN 30 AM 9:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Black Forest Racing Corp.
(Name of corporation as currently filed with the Florida Dept. of State)

P00000067571
(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

TOP CAT RACING, INC.
(must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article I - The name shall be amended to: Top Cat Racing, Inc.

Article IV. - The street address of registered agent shall be
852 NE 72nd St., Boca Raton, FL 33487 and the name of registered
agent shall be Terry Cohen.

Article VI - The Directors are Terry Cohen and Deborah Cohen

Article VII - Terry Cohen is appointed President. Deborah Cohen
is appointed Vice President, Secretary and Treasurer.

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

The date of each amendment(s) adoption: June 25, 2004

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 25th day of June, 2004

Signature Terry Cohen
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Terry Cohen
(Typed or printed name of person signing)

President
(Title of person signing)