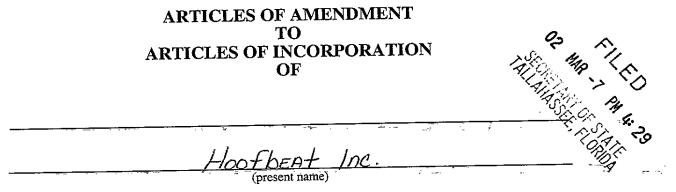
Requesters  PO Box 189  Address  Fruitland Park  City/State/Zip Phone #  352-728	EL 34731	1658  ALLAINSSEE FINANCES
corporation NAME(S) & DOCUM  1. Hoofbeat Inc.		Office Use Only known):
(Corporation Name)  2(Corporation Name)  3	(Document #)	RECEIVE 102 MR -7 PH 101 AHASSE TO
(Corporation Name)  4	(Document #)	Certified Copy
Mail out Will wait  NEW FILINGS  Profit Not for Profit Limited Liability Domestication Other	Photocopy  AMENDMENTS  Amendment Resignation of R.A Change of Register Dissolution/Withdom Merger	Certificate of Status  OOOOSO654218 -03/08/0201002006 ****140.00 *****52.50  A., Officer/Director red Agent
OTHER FILINGS  Annual Report Fictitious Name	REGISTRATION/QU  Foreign Limited Partnership Reinstatement Trademark Other	
CR2E031(7/97)		Examiner's Initials (DR)

## ARTICLES OF AMENDMENT TO **OF**



Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Change mance to Horsebeat Inc.

If an amendment provides for an exchange, reclassification or cancellation of issued SECOND: shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: T	The date of each amendment's adoption: 3-7-02.	
FOURTH:	Adoption of Amendment(s) (CHECK ONE)	
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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	. <u>***</u> *
	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.	
Signature	Signed this	
	OR	
	(By a director if adopted by the directors)	
	OR	
	(By an incorporator if adopted by the incorporators)	
	Title A Hang Typed or printed name	
	President/Incorporator	

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