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Sport Line Apparel, Inc.

Brand Names For Less

Location: Osceola Square Mall, 3831 West Vine St., Ste. 36, Kissimmee, Florida Main Office: P.O. Box 16625, Tampa, FL. 33687-6625

Phone # (407) 846-8848

February 20, 2004

Via Regular U.S. Mail

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

> RE: Amendments to Articles of Incorporation for: Sport Line Apparel, Inc. / Document Number P00000088629

Dear Sir/Madam:

Enclosed please find an original Articles of Amendment to Articles of Incorporation for Sport Line Apparel, Inc.

Also enclosed please find a money order for the filing fee in the amount of \$35.00.

Thank you for your attention to this matter. Please send all correspondence to our "Main Office" address listed above.

Sincerely,

Tarek Badawi President

ARTICLES OF AMENDMENT ARTICLES OF INCORPORATION

SPO.	RT I	INE	APPA	REL.	INC.
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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: Amendments adopted:

The of the Articles of Incorporation shall be amended as follows:

1. PRINCIPAL OFFICE

The principle place of business of this corporation shall be:

Osceola Square Mall 3831 West Vine, Ste. 36 Kissimmee, FL. 34741

2. MAILING ADDRESS

The Mailing address of this corporation shall be:

P.O. Box 16625 Tampa, FL. 33687-6625

THIRD:

SECOND:

Adoption of Amendments:

The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

The date of each amendment's adoption: February 20, 2004

day of FEBRUARY, 2004.

Tarek Badawi, President