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BASIC AMENDMENT

UNISPORT, U.S.A., INC.

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**ARTICLES OF AMENDMENT
To the Articles of Incorporation of
UNISPORT, U.S.A., INC.**

The Articles of Incorporation of UNISPORT, U.S.A., INC. filed February 26, 2001, are hereby amended pursuant to Fla. Stat. 607.1006, as follows:

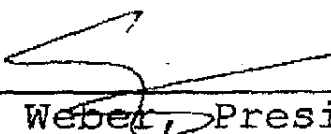
1. **Article III is revised to read as follows:**

Article III - Capital Stock. The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is One Hundred and Six Thousand Four Hundred (106,400) shares of common stock having a nominal or par value of One Dollar(\$1.00) per share.

2. This Amendment to the Articles of Incorporation of UNISPORT, U.S.A., INC. was adopted on February 3, 2005 by written consent signed by shareholders holding a majority of the shares of the Corporation, pursuant to Fla. Stat. §607.0704(1). The number of votes cast for this Amendment was sufficient for approval.

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I, the undersigned, being President of the foregoing corporation, do hereby certify that the foregoing constitutes the true and correct Articles of Amendment to the Articles of Incorporation of UNISPORT, U.S.A., INC. and I hereby declare and certify that the facts stated herein are true.



John Weber, President

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