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July 26, 2002

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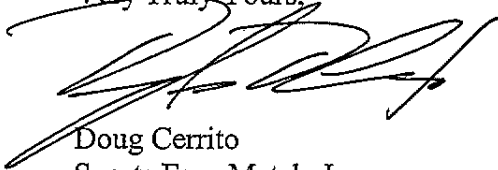
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

I am enclosing for filing the Articles of Amendment to the Articles of Incorporation of Sports Fans Match, Inc. I am further enclosing a check made payable to the Florida Department of State in the sum of \$43.75. This sum represents the Filing fee, and the fee for a certified copy of the filed Articles of Amendment.

If you have any questions with regard the enclosed filing, please contact the undersigned at (561) 547-6618

Very Truly Yours,



Doug Cerrito
Sports Fans Match, Inc.
320 S. Atlantic Dr.
Lantana, FL 33462

FILED
02 AUG 19 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
T. Lewis 8/22/02

**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF SPORTS FANS MATCH, INC., A FLORIDA CORPORATION**

In accordance with the terms of Section 607.1006 of the Florida Business Corporation Act, SPORTS FANS MATCH, INC., a Florida corporation (the "Corporation"), hereby adopts the following amendment to its Articles of Incorporation:

Article IV is hereby amended to read as follows:

SHARES

The number of shares of common stock that the corporation is authorized to have outstanding at any one time shall be increased from 10,000 shares of common stock at par value of \$.01 to 1,000,000 shares of common stock at par value \$.01.

The foregoing amendment to the Articles of Incorporation of the Corporation was adopted by means of a Written Consent of all the Directors and the holders of a majority of the issued and outstanding shares of Common Stock of the Corporation dated July 25, 2002, in accordance with the terms of Section 607.1003 of the Florida Business Corporation Act, and consequently, the number of shares cast in favor of the amendment was sufficient for its approval.

Date: August 15, 2002

Sports Fans Match, Inc.

By: 

Name: DOUGLAS D GERRITO

Title: President

FILED
AUG 16 10
SECRETARY OF STATE
ALLIANCE