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BASIC AMENDMENT
POLARIS GOLF SYSTEMS, INC.

Certificate of Status	0
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Amendment

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FORM 990-SS (01/01) 061002

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
POLARIS GOLF SYSTEMS, INC.

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

First: The name of the corporation is Polaris Golf Systems, Inc.

Second: ARTICLE 3 of the Articles of Incorporation is deleted in its entirety and the following is substituted in lieu thereof:

"ARTICLE 3
AUTHORIZED SHARES

The total number of shares of all classes which the corporation shall be authorized to issue is Ten Million (10,000,000) shares of common stock, \$0.01 par value per share."

Third: The foregoing amendment was adopted and approved by written consent of the sole member of the Board of Directors dated as of June 11, 2002, and by written consent of the sole shareholder of the Corporation dated as of June 11, 2002, and the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation on this 11th day of June, 2002, and does hereby certify that the facts stated in these Articles of Amendment to Articles of Incorporation are true and correct.

POLARIS GOLF SYSTEMS, INC.

By: Ty M. Fitzmorris
Its: Ty M. Fitzmorris, President

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