

PHILIP F. KEIDAISH, JR.
AMY BRAND RAUB

505 WEKIVA SPRINGS ROAD
SUITE 800
LONGWOOD, FLORIDA 32779
E-MAIL: pfkpa @att.net

TELEPHONE (407) 682-7711
FACSIMILE (407) 682-4010

June 12, 2001

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

500004419785--8
-06/14/01--01058--008
*****35.00 *****35.00

Re: Statement of Change of Registered Office and/or Registered Agent of
USA Sports of America, Inc.

Dear Sir/Madam:

Enclosed please find the original and one (1) Copy of the Change of Registered Office and/or Registered Agent for the above-referenced Corporation. Also please find a check in the amount of \$35.00 to cover the filing fee.

Kindly return the copy of this change document after you have stamped it in the enclosed self-addressed, stamped envelope.

Very truly yours,



Philip F. Keidaish, Jr.

PFK:cvs

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JUN 14 PM 2:44

RA chg.

V. SHEPARD JUN 25 2001

CHANGE OF REGISTERED OFFICE*
AND/OR REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JUN 14 PM 2:44

Name of Corporation:

USA Sports of America, Inc.

Present registered office (before change):

3732 N. W. 16th Street
Fort Lauderdale, Florida 33311

New registered office:

505 Wekiva Springs Road, Suite 800
Longwood, Florida 32779

Present registered agent (before change):

Filings, Inc.

New registered agent:

Philip F. Keidaish, Jr.

I hereby certify that the street address of the registered office and the street address of the business office of the registered agent of the above corporation are identical.

I further certify that the above change of registered office and/or registered agent has been authorized by resolution duly adopted by the USA Sports of America, Inc.

Date: June 11, 2001

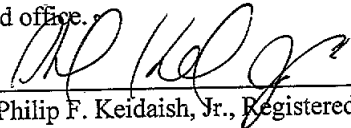
USA SPORTS OF AMERICA, INC.

By:


ROBERT G. DELLO RUSSO, PRESIDENT

ACKNOWLEDGMENT AND ACCEPTANCE

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated above, I hereby accept such appointment and agree to act in such capacity. I agree to comply with the provisions of the Florida Statutes relative to keeping open the registered office.


Philip F. Keidaish, Jr., Registered Agent