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Division of Corporations

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Florida Department of State

Division of Corporations

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BASIC AMENDMENT

MERBANCO INC.

Certificate of Status	0
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Page Count	02
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NAME Change

Amendment

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

MERBANCO, INC.

The Articles of Incorporation of the above-named corporation (the "Corporation"), filed with the Department of State on the 11th day of June, 2001, and assigned Document Number P01000057711, are hereby amended 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: ARTICLE I - NAME AND ADDRESS

The name and address of the principal office and/or mailing address of the Corporation is amended as follows:

Sports World Marketing, Inc.
390 Bay Street, Suite 1600
Toronto, Ontario M5H 2Y2
Canada

SECOND: ARTICLE IV - CAPITAL STOCK

(All previously stated information remains the same with the following added after (c)):

The Corporation is authorized to issue 20,000,000 shares of Class A Preferred Stock, no par value, which shares shall have super voting provisions attached as designated by the Board of Directors. All other preferences and designations shall be determined by the Board of Directors.

THIRD: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment, if not contained in the amendment itself, are as follows: Not applicable

FOURTH: The date of the amendment's adoption was May 15, 2002.

FIFTH: The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation this 4th day of June, 2002.

By: Dorothy Falconer
Dorothy Falconer
President and Director

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