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ARCHIE J. RYAN III
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September 24, 2001

Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

400004613784--6
-09/27/01--01060--005
*****43.75 *****43.75

Re: Articles of Amendment to Articles of Incorporation
TITANIUM SPORTS AND ENTERTAINMENT, INC.
Our File Number : 17717-H

Gentlemen:

Enclosed please find an original and one copy of Articles of Amendment to Articles of Incorporation of TITANIUM SPORTS AND ENTERTAINMENT, INC., together with our Trust Account Check Number 14830, payable to the Department of State in the sum of \$43.75, in payment of the following:

Filing Fee	\$ 35.00
Certified Copy	<u>8.75</u>
Total:	\$ 43.75

Please return the certified copy of the Articles of Amendment to the undersigned.

Very truly yours,

ARCHIE J. RYAN III

AJR-III:sb
Encls.

AMEND
KRB
10-3
(3)

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

TITANIUM SPORTS AND ENTERTAINMENT, INC.

Pursuant to the provisions of 607.1006, Florida Statutes, this Florida for-profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *Indicate article number(s) being amended, added or deleted*

ARTICLE IV

TITANIUM SPORTS and ENTERTAINMENT INC. shall apply for and obtain Subchapter "S" status with the Internal Revenue Service.

ARTICLE VII

Remove:

KEVIN GUY
Vice President
39 Harrison Avenue, Apt. 18
Montclair, New Jersey 07042

Add:

CATHY RAMIREZ
Vice President, Secretary
39 Harrison Avenue, Apt. 18
Montclair, New Jersey 07042.

forty (40%)percent ownership issued to:

CATHY RAMIREZ
Vice President
39 Harrison Avenue, Apt. 18
Montclair, New Jersey 07042

SECOND: *(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)*

NA

THIRD: The date of each amendment adoption is September 20, 2001.

FILED
01 SEP 27 PM 12:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOURTH: Adoption of Amendment(s) (CHECK ONE):

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statements must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by: _____."
voting group

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 20th day of September, 2001.



ANDREW SILVERMAN
President and Incorporator
Titanium Sports & Entertainment Inc.