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March 11, 2003

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

Re: Amendment to Articles of Incorporation for Sporting Plus, Inc.

Dear Division of Corporations:

Please accept the enclosed as a request to amend the articles of incorporation for Sporting Plus, Inc. The address and phone number are:

Sporting Plus, Inc. 3921 SW 47th Avenue Suite 1011 Davie, FL 33314 (954) 735-1005

Sincerely,

Richard Horner

President and Director

Ridad Homa

Committee to the A

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FIL.ED
03 MAR 13 PM 4:06

ALLAHASSEE FLORIDA

SPORTING PLUS, INC.

(present name)

P03000002734

(Document Number of Corporation (If known)

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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

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Article IV. Board of Directors Article IV. Board of Directors

Please add Craig Sternberg as Secretary.

Please add Robert Hemmerde as Director."

Please add Marcelo Houseman as Director.

State of Comments

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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:

Section 2.

THIRD:	The date of each amendment's adoption: March 1, 2003
	: Adoption of Amendment(s) (CHECK ONE)
Ø	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 statement 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.
Signature_	Signed this MARCH, 2003. Richard Agrange Trees, Least
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR.
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	RICHARD HORNER (Typed or printed name)
	PRESIDENT (Title)
	and the state of t