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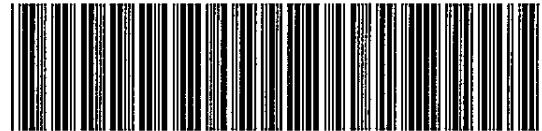
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September 16, 2003

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

Re: Marler's Motorsports, Inc., Articles of Amendment
name change to Marler Motorsports, Inc.

Dear Sir or Madame:

Enclosed please find an original and one (1) copy of the Articles of Amendment to Articles of Incorporation of Thomas' #1, Inc. Also enclosed is this firm's check in the amount of \$35.00 to cover the costs of filing this Amendment.

Thanking you in advance for your prompt attention to this matter, I remain,

Very truly yours,

HERSCH & KELLY, P.A.

By: Susan Schrader
Susan Schrader

sss
Enclosures

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MARLER'S MOTORSPORTS, INC.**

Document Number P03000095711

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 adopted: Article I is being amended to:

MARLER MOTORSPORTS, INC.

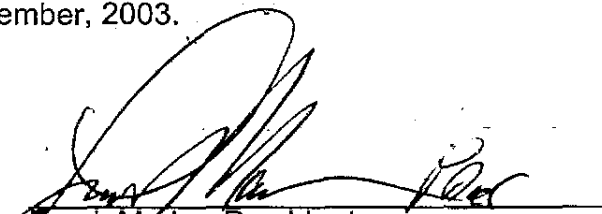
SECOND: If an Amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the Amendment if not contained in the Amendment itself, are as follows: N/A

THIRD: The date of each Amendment's adoption: September, 16, 2003.

FOURTH: The Adoption of the Amendment was approved by the shareholders.

The number of votes cast for the Amendment were sufficient for approval.

Signed this 17th day of September, 2003.



Frank Marler, President

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