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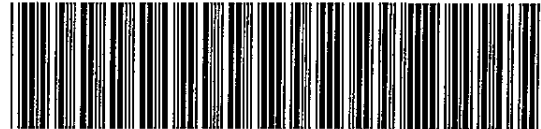
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MC
GMA 12/10

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November 20, 2003

Department of State
Division of Corporations
Corporate Filing
Amendment Section
409 E. Gaines St.
Tallahassee, FL 32399

RE: Articles of Amendment for N Level Sports Academy, Inc.

Dear Sir/Madame:

Enclosed please find the Articles of Amendment to the Articles of Incorporation of N Level Sports Academy, Inc. and a check in the amount of \$43.75 to cover the filing fee and the cost of a certified copy of the Articles of Amendment.

Please return the stamped copy and the certified copy of the Articles of Amendment to the address listed above.

Thank you for your cooperation in this matter.

Sincerely,


Mitchel Krause, Esq.

enclosures

MBK/ms

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
N LEVEL SPORTS ACADEMY, INC
P03000106019
Document Number of Corporation**

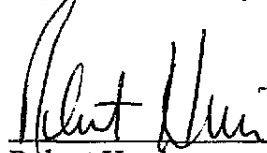
Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Article I of the Articles of Incorporation is amended to now provide that the name of the corporation shall now be Next Level Sports Academy, Inc.

SECOND: The date of this amendment's adoption is November 20, 2003 and the effective date of the amendment is November 21, 2003.

THIRD: The amendment was adopted by the shareholders. The number of votes cast for this amendment was sufficient for approval.

Signed this 20th day of November, 2003.



Robert Harris
Secretary for N Level Sports Academy, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA