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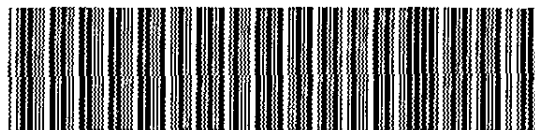
(Business Entity Name)

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03 NOV 24 AM 10:05
CLERK OF STATE
TALLAHASSEE, FLORIDA

FILED

Name chg.

mgm

12/3/03

OCTAGON FIGHTING CHAMPIONSHIPS, CORP.
6108 Linebaugh Ave.
Tampa, Fl. 33625

November 18, 2003

Florida Department of State
Corporate Records
Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

Dear Sir/Madam:

Enclosed please find the original and a copy of the Amendment of Articles of Incorporation for OCTAGON FIGHTING CHAMPIONSHIPS, CORP.

Also please find enclosed a check payable to the Secretary of State in the amount of \$35.00.

Sincerely,

OCTAGON FIGHTING CHAMPIONSHIPS, CORP.

H. Jason Freyre
President

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

OCTAGON PROMOTIONS, CORPORATION

A special meeting of the shareholders of Octagon Promotions, Corporation, was held at the hour of 2:00 PM, on the day of November 13, 2003 of the Corporation located at Tampa, Florida.

The President and the Secretary of the corporation acted, respectively, as chairperson and secretary of the meeting.

The chairperson called the meeting to order and the secretary called the roll of shareholders entitled to vote.

Those present were the following constituting all of the shareholders of the corporation entitled to vote:

H. Freyre
Joe Valdez

There being present at the meeting of shareholders of record holding all of the shares of common stock of the corporation issued and outstanding which have voting power, the chairperson declared that a quorum was present and that the meeting was duly opened for business.

NOW THEREFORE, pursuant to the provisions of Section 607.1006, the Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

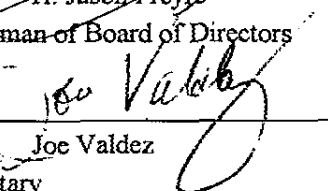
FIRST: To change:

To change the Corporate Article I - Name:

OCTAGON FIGHTING CHAMPIONSHIPS, CORPORATION

IN WITNESS WHEREOF, we the undersigned have executed these Articles of Amendment on November 13, 2003.

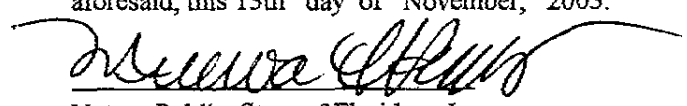

By: H. Jason Freyre
Chairman of Board of Directors


By: Joe Valdez
Secretary

State of Florida
County of Hillsborough

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared H. JASON FREYRE and JOE VALDEZ known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 13th day of November, 2003.


Notary Public, State of Florida at Large



Minerva F. Ramon
My Commission DD082574
Expires October 3, 2005