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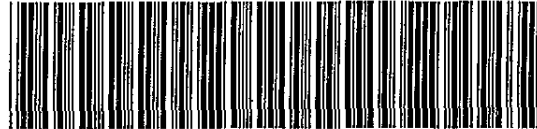
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**M. L. SCHILCHER, P.A.
3110 S. DALE MABRY
TAMPA, FLORIDA 33629**

**MAILING ADDRESS:
P.O. BOX 14178
TAMPA, FLORIDA 33690**

**MONIKA L. SCHILCHER, ESQ. TELEPHONE: (813) 835 - 3215
EMAIL: mlschilcher@mindspring.com FACSIMILE: (813) 835 - 3214**

January 23, 2004

VIA PRIORITY MAIL
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Martial Arms, Inc.

Dear Madam or Sir:

Enclosed please find the original and one copy of the Amended Articles of Incorporation. Thus, a check for 43.75, which includes the 35.00 filing fee and \$8.75 for a certificate of authority, is enclosed.

Please return the copy of the Amended Articles of Incorporation date stamped and a Certificate of Authority. Should you have questions, please call me.

Sincerely Yours,


Monika L. Schilcher

cc: Dave Harrington

ARTICLES OF AMENDMENT OF THE
ARTICLES OF INCORPORATION

The undersigned officer of the corporation described herein hereby submits the following amendment to the corporation's Articles of Incorporation to the Florida Department of State, Corporate Division.

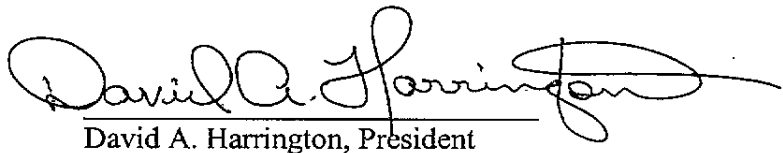
1. The date of incorporation of the corporation is January 5, 2004.
2. The name of the corporation before amendment was MARTIAL ARMS, INC.
3. The name of the corporation after amendment is MARTIAL GUN, INC.
4. The text(s) of each amendment as adopted is as follows:

"Article 1.

The name of the Corporation shall be MARTIAL GUN, INC."

5. The date of adoption of the amendment is January 23, 2004.
6. The sole shareholder approved the amendment and the amendment was adopted by the board of directors.
7. These amendments will be effective upon filing.
8. The manner of the adoption of the amendment and the vote by which they were adopted constitute full legal compliance with the provisions of applicable law, the corporation's articles of incorporation, and the corporation's bylaws.


I hereby verify subject to the penalties of perjury that the statements contained are true this 23rd day of January, 2004.


David A. Harrington, President

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

On this 23rd day of January, 2004, before me personally appeared David A. Harrington to me known, who being by me duly sworn, did depose and say that he is the President of MARTIAL ARMS, INC.; and that he signed his name thereto pursuant to authority granted to him by the Board of Directors of said entity.


NOTARY PUBLIC (Signature)

 Monika Schlicher
My Commission DD148495
Expires October 12, 2006