

P04000122186

JAMES Y. TURNER  
(Requestor's Name)

PO BOX 16952  
(Address)

JACKSONVILLE, FL 32245-0652  
(Address)

(City/State/Zip/Phone #)

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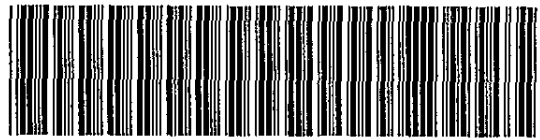
(Business Entity Name)

(Document Number)

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09/08/04--01043--012 \*\*35.00

FILED  
04 SEP - 8 PM 3:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMEND  
KRC69-14

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
Backyard Sports & Apparel, Inc.**

**FILED**  
04 SEP -8 PM 3:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**ARTICLE VI – BOARD OF DIRECTORS**

This corporation shall have only one director. Thereafter, the number of directors may be either increased or decreased from time to time in the manner provided in the By-laws. The name and address of the new director of this corporation is:

NAME/SS#/TITLE	ADDRESS
James Y. Turner President, Vice President, Secretary, Treasurer Director (100% Ownership)	730 Martinique Court Orange Park, FL 32003

The share of ownership has changed. James Y. Turner now owns 100% of this company. George W. Rodgers now owns 0% of this company.

THIRD: The date of each amendment's adoption: 09/14/04

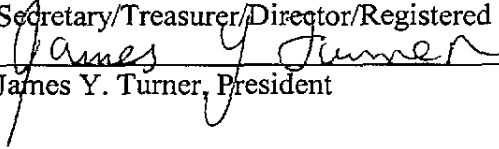
FOURTH: Adoption of Amendment(s)

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 3rd day of September, 2004

I accept the position and understand the responsibilities of President/Vice  
President/Secretary/Treasurer/Director/Registered Agent/100% Owner

Signature

  
James Y. Turner, President

Return Address: P. O. Box 16952  
Jacksonville, FL 32245-0652