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**AMENDMENT TO ARTICLES OF INCORPORATION OF
SCORPION MOTORSPORTS, INC.**

I, Mark S. Margolis, being the President of SCORPION AUTO SPORTS, INC., a Florida Corporation, do hereby certify that the following Amendment to the Articles of Incorporation of was unanimously approved at a duly called meeting of the Shareholders and Directors of said Corporation on March 20th, 2007.

**AMENDMENT
ARTICLE I**

Article I of the Articles of Incorporation, as same currently exists in the Articles of Incorporation of SCORPION AUTO SPORTS, INC., is hereby amended to read as follows:

The name of the Corporation shall be: SCORPION MOTORSPORTS, INC.

IN WITNESS WHEREOF, I, the undersigned, do hereby set my hand and cause the seal of SCORPION AUTO SPORTS, INC. to be affixed hereto.

Dated at Miami, Florida this 21st day of March, 2007.

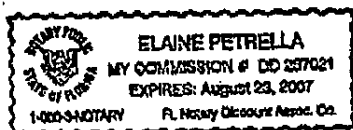
SCORPION AUTO SPORTS, INC.

By: Mark S. Margolis
Mark S. Margolis, President

State of Florida
County of Miami-Dade

BEFORE ME, the undersigned authority, personally appeared Mark S. Margolis, as President of SCORPION AUTO SPORTS, INC., who is personally known to me, or who has produced personally known as identification and she acknowledged before me that she executed the foregoing Amendment for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Miami-Dade County, Florida, this 21st day of March, 2007.



Elaine Petrella
Notary Public, State of Florida

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