



P22378

ACCOUNT NO. : 072100000032

REFERENCE : 643701 4329863

AUTHORIZATION : Patricia

COST LIMIT : \$ 35.00

FILED
02 AUG 22 PM 4:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : June 27, 2002

ORDER TIME : 10:43 AM

ORDER NO. : 643701-050

CUSTOMER NO: 4329863

CUSTOMER: Mr. James Langham
World Wrestling Federation
1241 East Main Street
P.O. Box 3857
Stamford, CT 06902

RECEIVED
02 JUL - 1 AM 11:41
DEPARTMENT OF STATE
DIVISION OF OPERATIONS
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: WORLD WRESTLING FEDERATION 300006127693--4
ENTERTAINMENT, INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

N.C.
C. Coulliste AUG 22 2002

EXAMINER: _____

C



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

CSC
ATTN: DEBBIE
TALLAHASSEE, FL

SUBJECT: WORLD WRESTLING FEDERATION ENTERTAINMENT, INC.
Ref. Number: P22378

We have received your document for WORLD WRESTLING FEDERATION ENTERTAINMENT, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 302A00048760

August 22, 2002

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

I, Michael Rapuano, in my capacity as director of World Wrestling Entertainment, incorporated in the state of Florida on May 28, 2002, hereby declare that I will not revoke the dissolution for World Wrestling Entertainment, Inc. that is to be filed with the Florida Secretary of State on August 22, 2002.

Sincerely,

A handwritten signature in black ink, appearing to read 'M. Rapuano', with a stylized flourish at the end.

Micheal Rapuano, Director

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

P22378

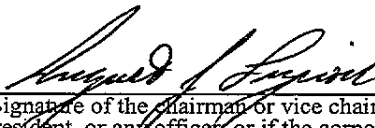
Document Number of Corporation (If known)

FILED
02 AUG 22 PM 4:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. WORLD WRESTLING FEDERATION ENTERTAINMENT, INC.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware (Incorporated under laws of)
3. 12/30/1988 (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? June 14, 2002
5. WORLD WRESTLING ENTERTAINMENT, INC.
(Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
6. If the amendment changes the period of duration, indicate new period of duration.
- No Change
(New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- No Change
(New jurisdiction)


(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

August J. Liguori
(Typed or printed name)

June 26, 2002
(Date)

Executive Vice President & CFO
(Title)

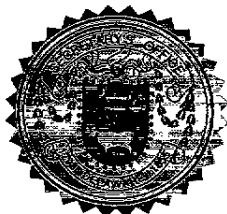
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "WORLD WRESTLING FEDERATION ENTERTAINMENT, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "WORLD WRESTLING ENTERTAINMENT, INC.", THE FOURTEENTH DAY OF JUNE, A.D. 2002, AT 8 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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020422004

AUTHENTICATION: 1859651

DATE: 06-28-02