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NAME: GARY PLAYER GOLF EQUIPMENT INCORPORATED

AUDIT NUMBER.....H97000009465

DOC TYPE.....BASIC AMENDMENT

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**ARTICLES OF AMENDMENT
OF THE ARTICLES OF INCORPORATION OF
GARY PLAYER GOLF EQUIPMENT INCORPORATED**

SECRET
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Pursuant to Section 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of Gary Player Golf Equipment Incorporated (the "Corporation"), are hereby amended according to these Articles of Amendment:

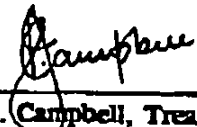
FIRST: The name of the Corporation is Gary Player Golf Equipment Incorporated.

SECOND: Article I of the Articles of Incorporation is amended in its entirety to read as follows:

"The name of the corporation is Gary Player Group, Inc."

THIRD: The foregoing amendment was adopted by the Board of Directors of the Corporation and the Shareholders of the Corporation by Unanimous Written Consents of Directors and Shareholders dated June 5, 1997, pursuant to which a sufficient number of Directors and Shareholders approved the foregoing amendment.

IN WITNESS WHEREOF, the undersigned has executed this instrument as of this 5th day of June, 1997.


Pamela J. Campbell, Treasurer

ORL-133157.1/949

This instrument prepared by:
Thomas M. McAleavey
Florida Bar No. 0009067
Holland & Knight LLP
P.O. Box 1526
Orlando, Florida 32802

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