

P94000040372

\$43.75

March 31, 1997

To Whom it may Concern:

Please find enclosed a check made payable to the Florida Department of State in the amount of \$1,123.75. The breakdown of the sum is as follows:

Reinstate Plantastic Corp.: \$1,080 (Dissolved 1995)
Certificate of Status: 8.75
Amend Articles of Incorporation: 35

TOTAL: \$1,123.75

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-04/15/97--01061--003
1123.75 **43.75

VIVA GOLF USA
MARKETING

VIVA
Gold

VIVA
Flu

737 North East 70th St

Boca Raton, FL 33487

FILED
97 APR 14 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SH 4/14

Amend
& MC

RECEIVED
97 APR - 2 PM 3:10
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 7, 1997

Geoffrey D. Liddy
Viva Golf USA
737 N.E. 70th St.
Boca Raton, FL 33487

SUBJECT: PLANTASTIC CORP.
Ref. Number: P94000040372

We have received your document for PLANTASTIC CORP. and check(s) totaling \$1123.75. However, your check(s) and document are being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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 (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 297A00017241

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
Plantastic Corp.
737 NE 70th ST, BOCA RATON, FL 33487**

**FILED
97 APR 14 AM 11:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

Article 1: NAME OF CORPORATION: The name of the corporation shall be Viva Golf, USA Corp. and the address of the corporation shall be 737 NE 70th Street, Boca Raton, FL 33487.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 50,000,000, par value \$0.001.

The number of PREFERRED SHARES which the corporation has authorized to be outstanding at any one time is 5,000,000, par value \$1.00.

Article 5: REGISTERED OFFICE: The street address for the registered office of the corporation shall be: 737 NE 70th Street, Boca Raton, FL 33487, and the name of the registered agent at such address is Geoffrey D. Liddy.

Article 6: The Board of Directors are as follows:
The name and address of the Directors:

1. Geoffrey D. Liddy, 737 NE 70th Street, Boca Raton, FL 33487
2. Ralph T. Woolbright, 29681 Preston Dr, Laguna Niguel, CA 92677
3. Stanley R. Bernstein, 156 Walt Whitman Blvd, Cherry Hill, NJ 08003

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment, if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: March 22, 1997

FOURTH: Adoption of Amendment(s):

_____ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

X_____ The amendment(s) was/were adopted by the Board of Directors without shareholder action and shareholder action was not required.

_____ The amendment(s) was/were adopted by the Incorporators without shareholder action and shareholder action was not required.

Signed this 22 day of March, 1997.

Signature

Geoffrey D. Liddy

Printed Name

Geoffrey D. Liddy

Title

President/Director