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September 12, 1997

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL

SUBJECT: BOBBY GRACE GOLF DESIGN INC.

in the second

Ref. Number: P94000063828

We have received your document for BOBBY GRACE GOLF DESIGN INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The capacity of the person signing the document must be typed or printed beneath or opposite the signature.

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) 487-6957.

Joy Moon-French Corporate Specialist

Letter Number: 297A00045438

ARTICLES OF AMENDMENT

OF

BOBBY GRACE GOLF DESIGN INC. a Florida Corporation

The undersigned corporation, in accordance with the Florida General Corporation Act and responses, hereby adopts the following Articles of Amendment:

ARTICLE I: CHANGE OF CORPORATE NAME

The name of Bobby Grace Golf Design Inc., a Florida Corporation is hereby changed to BG Golf Classics, Inc., a Florida Corporation.

ARTICLE 2: ADOPTION

This Amendment has been adopted by written consent of all of the Directors and all shareholders of the Corporation at a special meeting held on August 22, 1997 pursuant to Section 607.181(3), Florida Statutes.

This Amendment shall become effective as of August 22, 1997.

IN WITNESS WHEREOF, the undersigned have executed and signed these Articles of Amendment on behalf of the corporation this 22nd day of August, 1997.

BOBBY GRACE GOLF DESIGN, INC.

BY:

ROBERT M. GRACE a/k/a BOBBY GRACE

President.

Attest: ____

Secretary

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 22d day of August, 1997, by ROBERT M. GRACE a/k/a BOBBY GRACE, as President of BOBBY GRACE GOLF DESIGN INC., a Florida corporation, on behalf of the corporation.

(scal)

Notary Public/ My commission expires:

