

Paul M. Galant

Suite 226
21218 St. Andrews Boulevard
Boca Raton, Florida 33486
561 289-5175

P94000076929

May 6, 1997

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

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-05/08/97--01038--011
*****87.50 *****87.50

re: UniPro Business Group Inc.
P94000076929

Gentlemen,

Please file the enclosed Articles of Amendment To The Articles of Incorporation of the captioned corporation.

My check in the sum of \$87.50 is enclosed together with a duly executed duplicate original for certification.

Please call me at 561 289-5175 if there is any question.

Paul M. Galant
Paul M. Galant

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -7 AM 10:00

MAY 9 1997

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
UniPro Business Group Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -7 AM 10:00

First. The name under which this Corporation was formed is:

UNIVERSAL PRO BASEBALL LEAGUE, INC.

Second. The Articles of Incorporation of the Corporation were filed on the 19th day of October, 1994 by the Secretary of State of the State of Florida. An Amendment to the Articles of Incorporation effecting a change of name to UniPro Business Group Inc. was filed on the 7th day of October, 1996.

Third. Article I of the Articles Of Incorporation is hereby amended by the following:

Article I. The name of this Corporation is: WWW-TvNet Inc.

Four. Article IV of the Articles of Incorporation is hereby deleted and replaced in the aggregate by the following:

Article IV. This Corporation is authorized to issue **THIRTY MILLION (30,000,000)** shares of Capital Stock as follows:

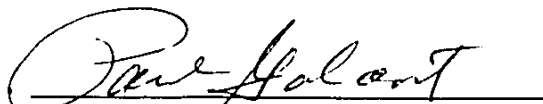
a. Preferred Stock. Five Million (5,000,000) shares of no par value Preferred Stock, upon such terms and conditions as the Board of Directors may determine at the time of issuance, without further action of the stockholders being required. Such preferred shares may or may not be: issued in series, convertible into shares of Common Stock, redeemable by the Company, and or entitled to cumulative dividends. Other terms and conditions may be imposed at the time of issuance.

b. Common Stock. Twenty-Five Million (25,000,000) shares of Common Stock, par value of \$0.001 per share. The holders of Common Stock are entitled to one vote for each share held on all matters submitted to a vote of shareholders. Holders of Common Stock are entitled to receive ratably such dividends, if any, as may be declared by the Board of Directors out of funds legally available therefor, subject to any preferential dividend rights of outstanding Preferred Stock. The holders of Common Stock have no preemptive, subscription, redemption or conversion rights.

c. Rights of Holders of Common Stock. Upon a liquidation, dissolution or winding up of the Company, the holders of Common Stock are entitled to receive ratably the net assets of the Company available after the payment of all debts and other liabilities, and subject further only to the prior rights of any outstanding Preferred Stock. The holders of Common Stock have no preemptive, subscription, redemption or conversion rights.

Article V. This second Amendment To The Articles of Incorporation shall take effect upon the filing hereof by the Secretary of State of the State of Florida; and same has been duly adopted by the written consent of the sole director and stockholder of the corporation on the 5th day of May, 1997.

IN WITNESS WHEREOF, the undersigned under the penalty of perjury has executed this second Amendment To The Articles Of Incorporation this 6th day of May, 1997.


Paul M. Galant, President